

ULTIMATE

**SPIDER-MAN**®

**MARVEL**®

BENDIS • LAFUENTE • PONSOR

ISSUE  
**3**



Arte  
2009  
JR

The bite of a genetically altered spider granted high-school student Peter Parker incredible arachnid-like powers. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility.

Now the fledgling super hero tries to balance a full high school curriculum, a part-time job, a relationship with Gwen Stacy and swing time as the misunderstood, web-slinging Spider-Man!



## PREVIOUSLY IN ULTIMATE SPIDER-MAN:

### SIX MONTHS AGO...

The Ultimatum Wave has destroyed New York City. With no warning a massive tidal wave crashed down on the island of Manhattan killing millions of people in the blink of an eye.

Many of the world's iconic heroes died in the tragedy. It has been revealed the wave was a terrorist attack by the mutant, Magneto.

When the tidal wave subsided, Spider-Man helped search for survivors in the watery hell that was midtown. For a while it was believed that Spider-Man had not survived.

J. Jonah Jameson, publisher of the Daily Bugle, was witness to Spider-Man's last day of heroics. Jameson wrote what he thought was Spider-Man's obituary: a powerful piece praising Spider-Man's unique brand of heroism.

Today, Peter is dating Gwen Stacy instead of Mary Jane and working at a mall food court instead of the now defunct Daily Bugle. Mutants are outlawed and the growing threat of the mysterious Mysterio takes the life of the once untouchable Kingpin of Crime.

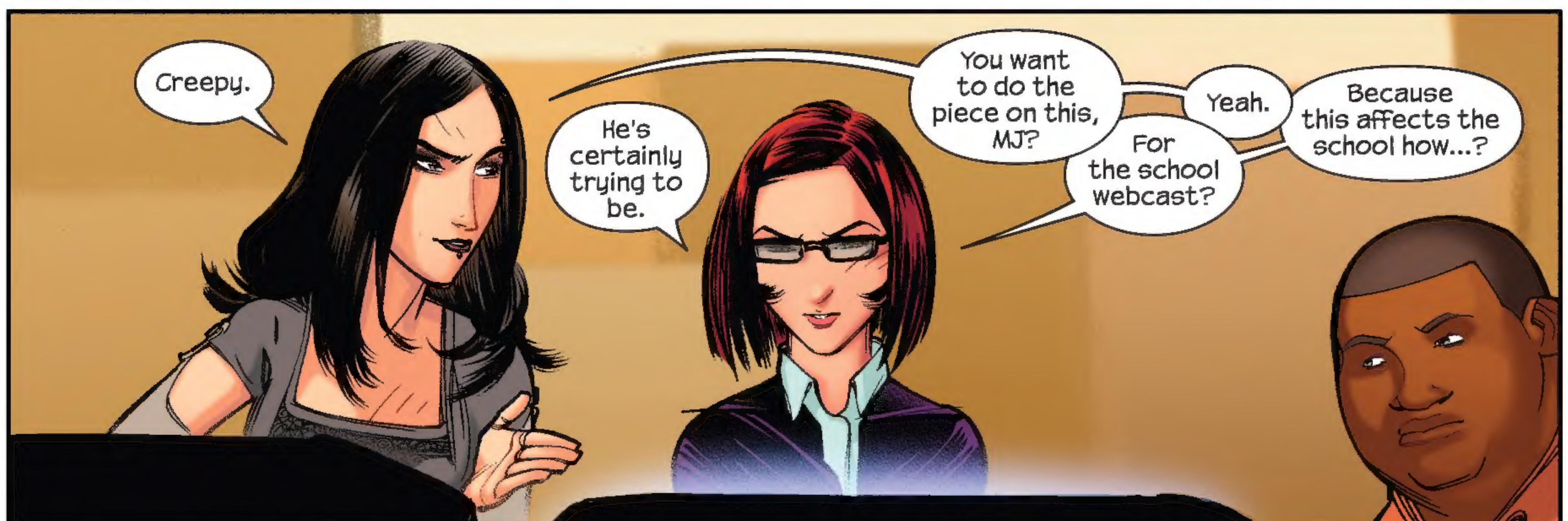
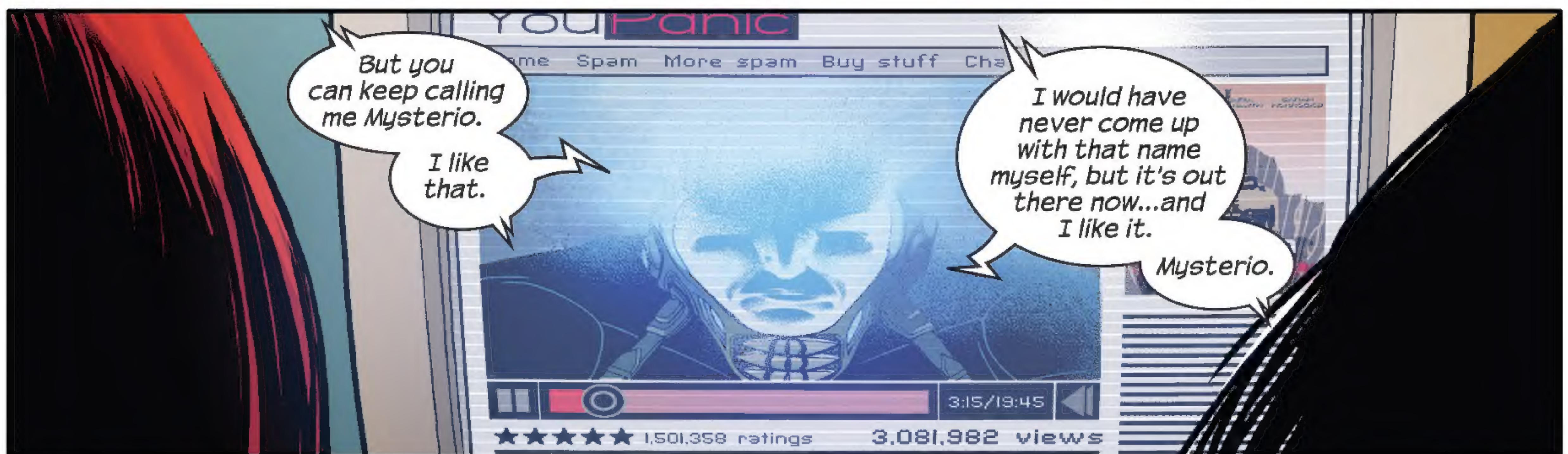
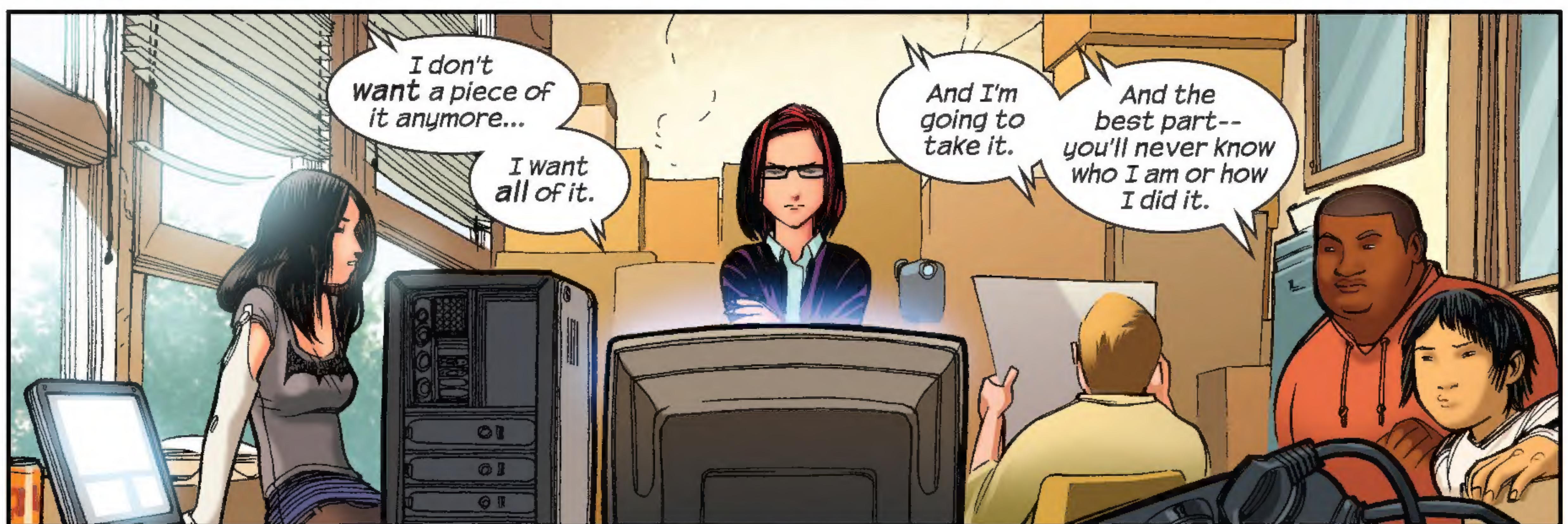
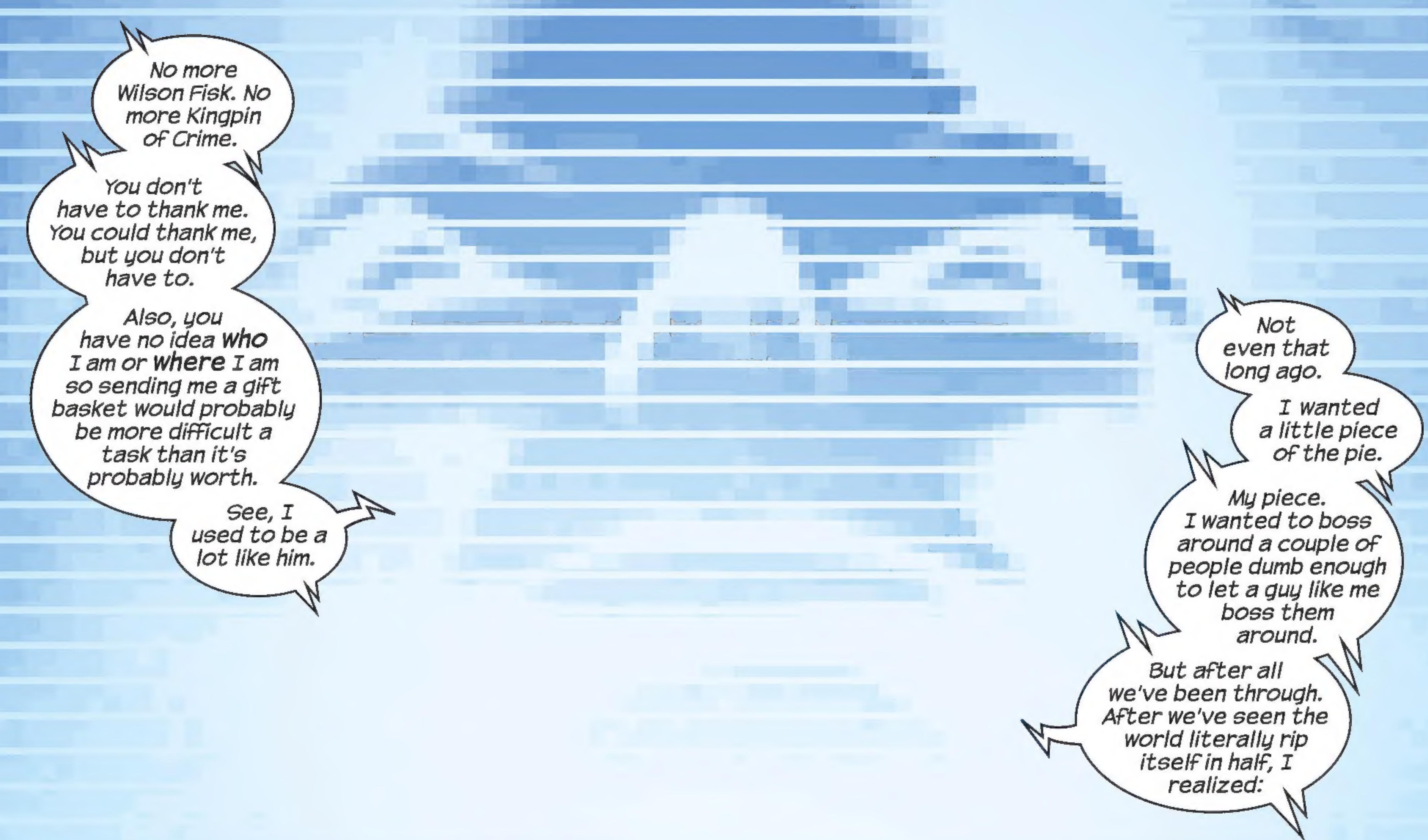
All that and after all these months, Johnny Storm, aka the Human Torch, reappears at Peter's doorstep, exhausted and homeless.

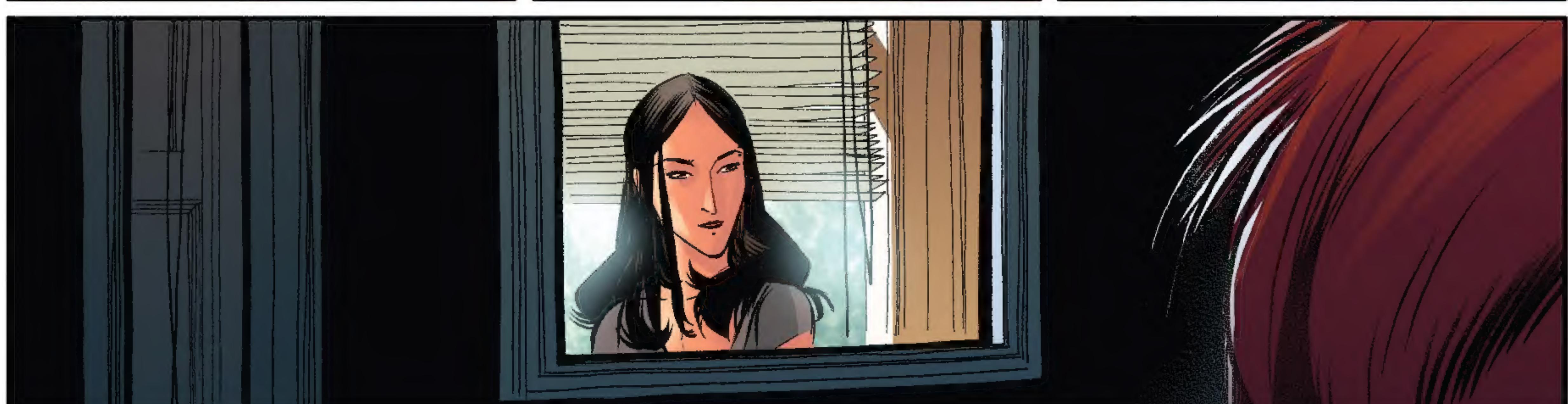
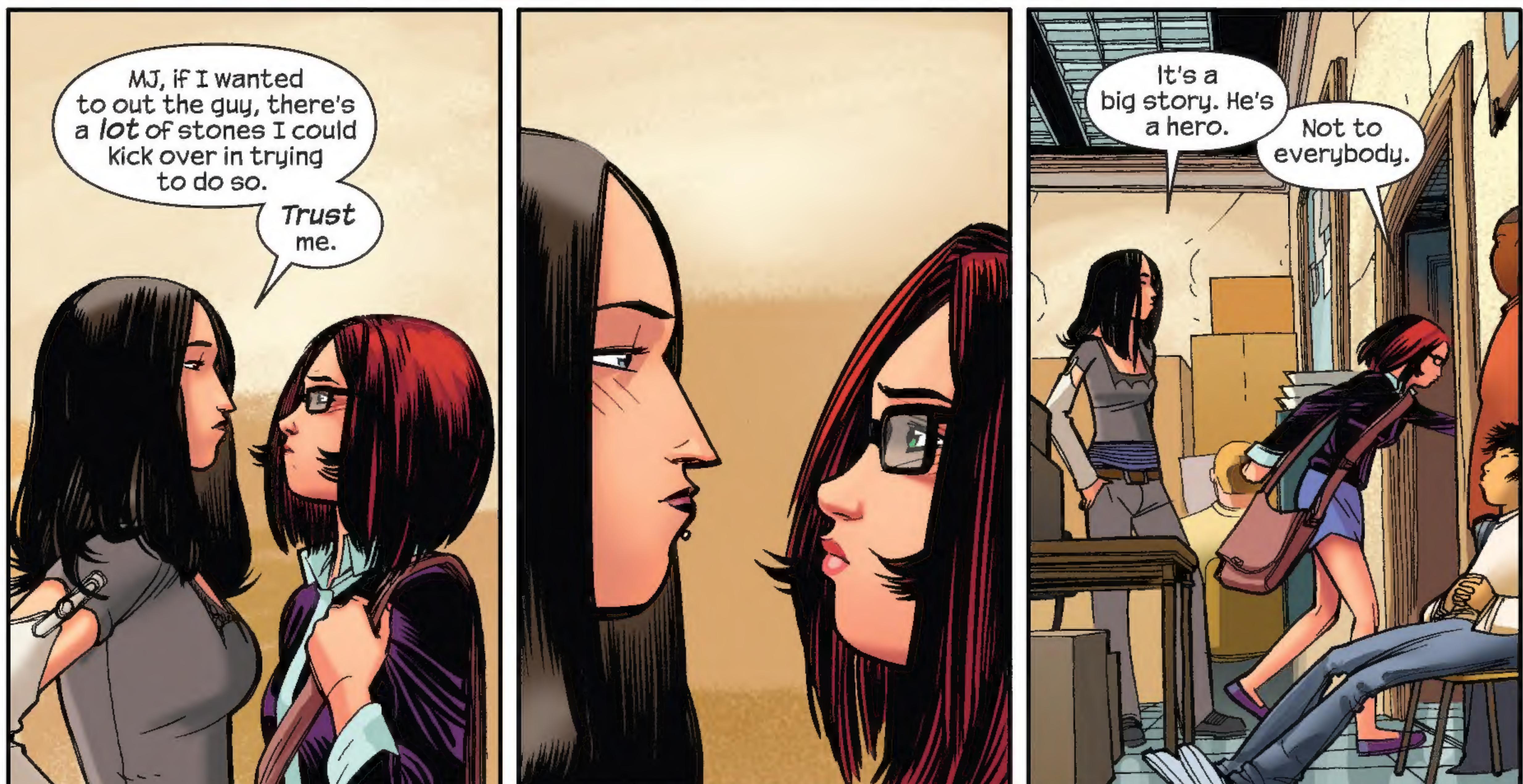
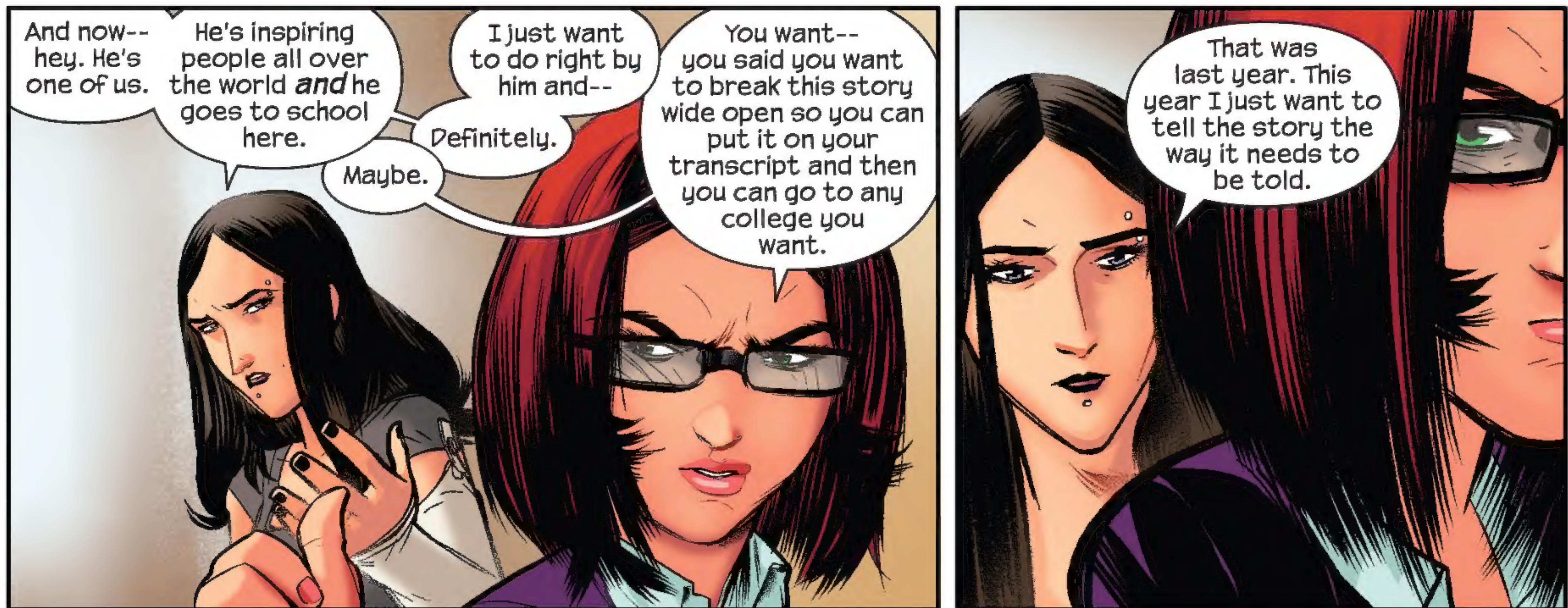
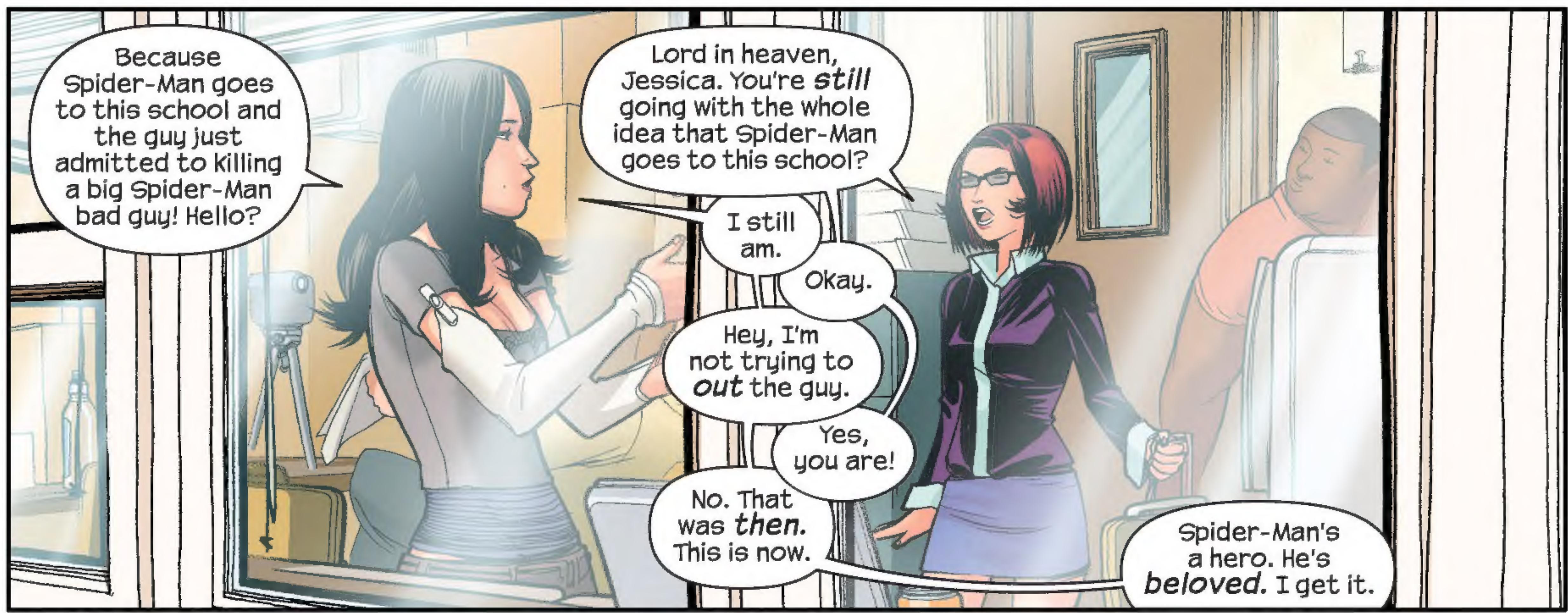


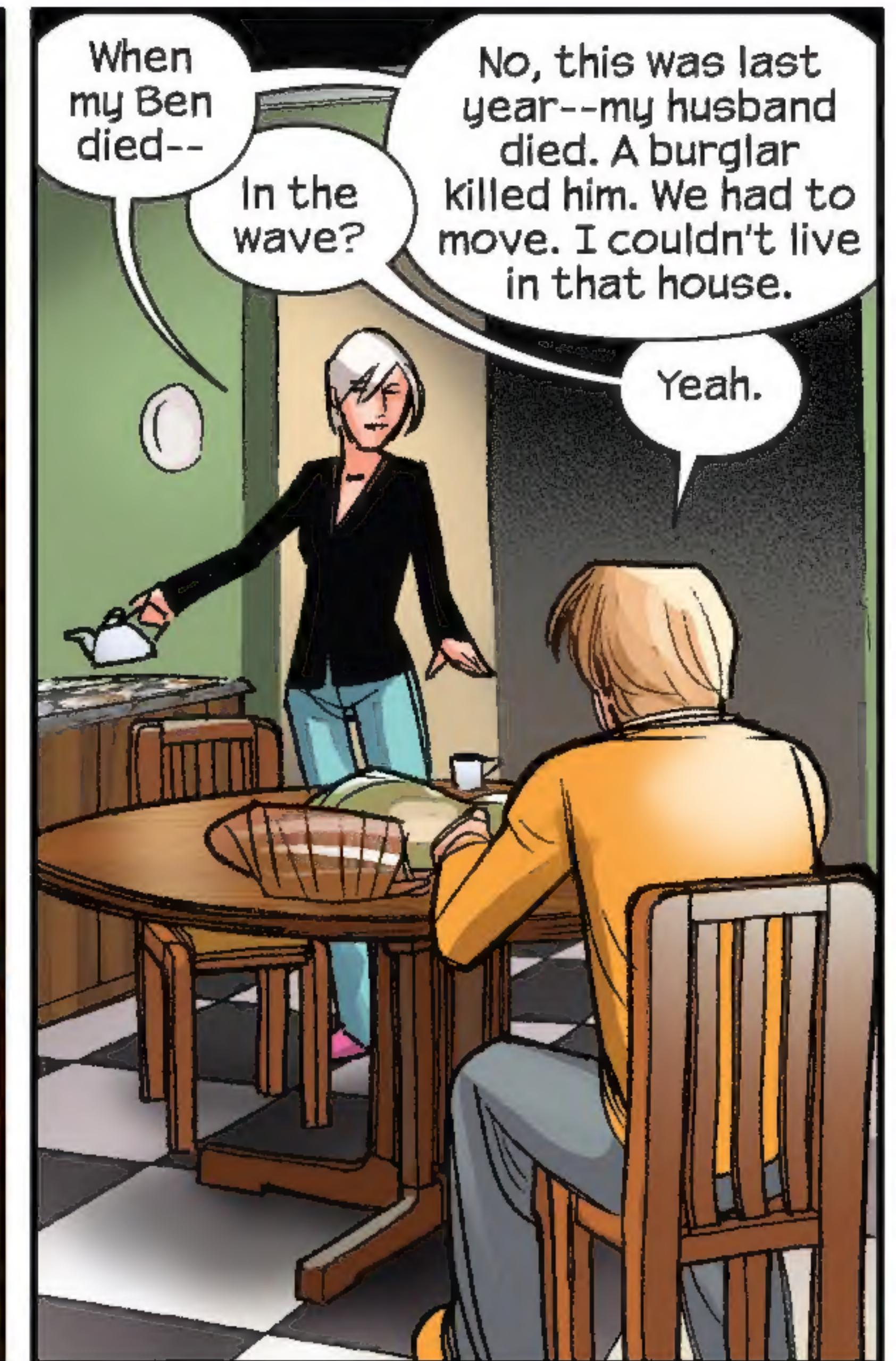
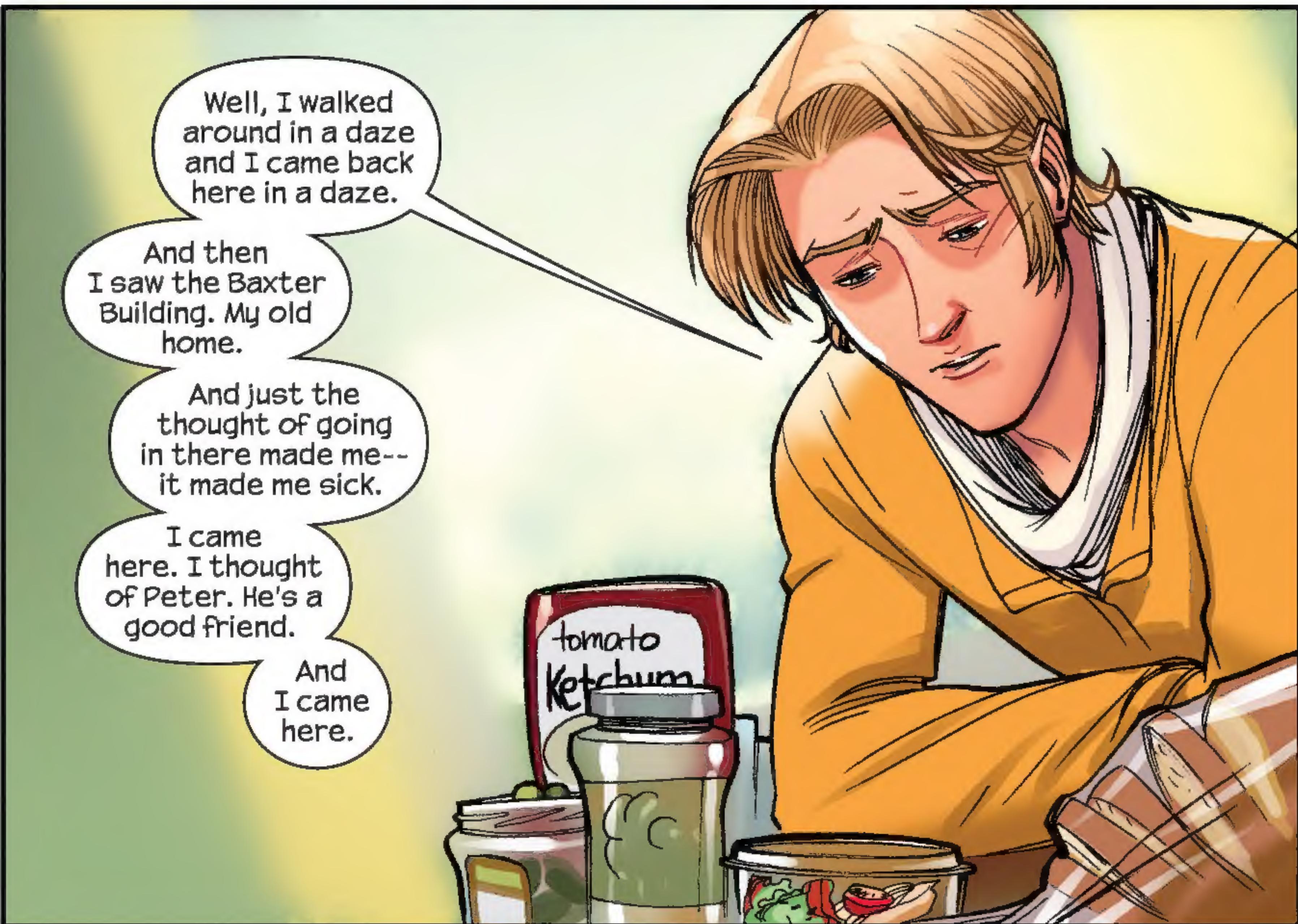
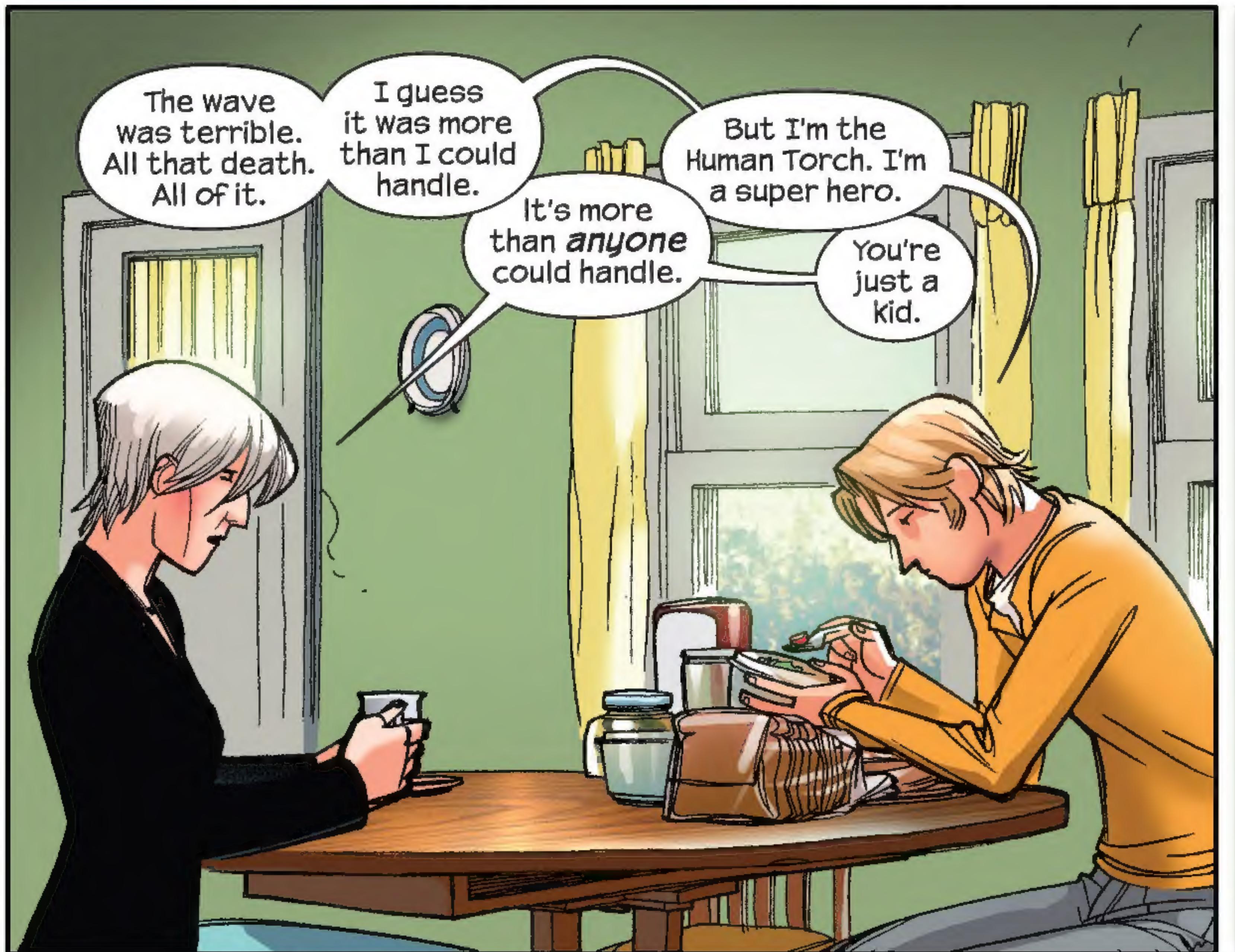
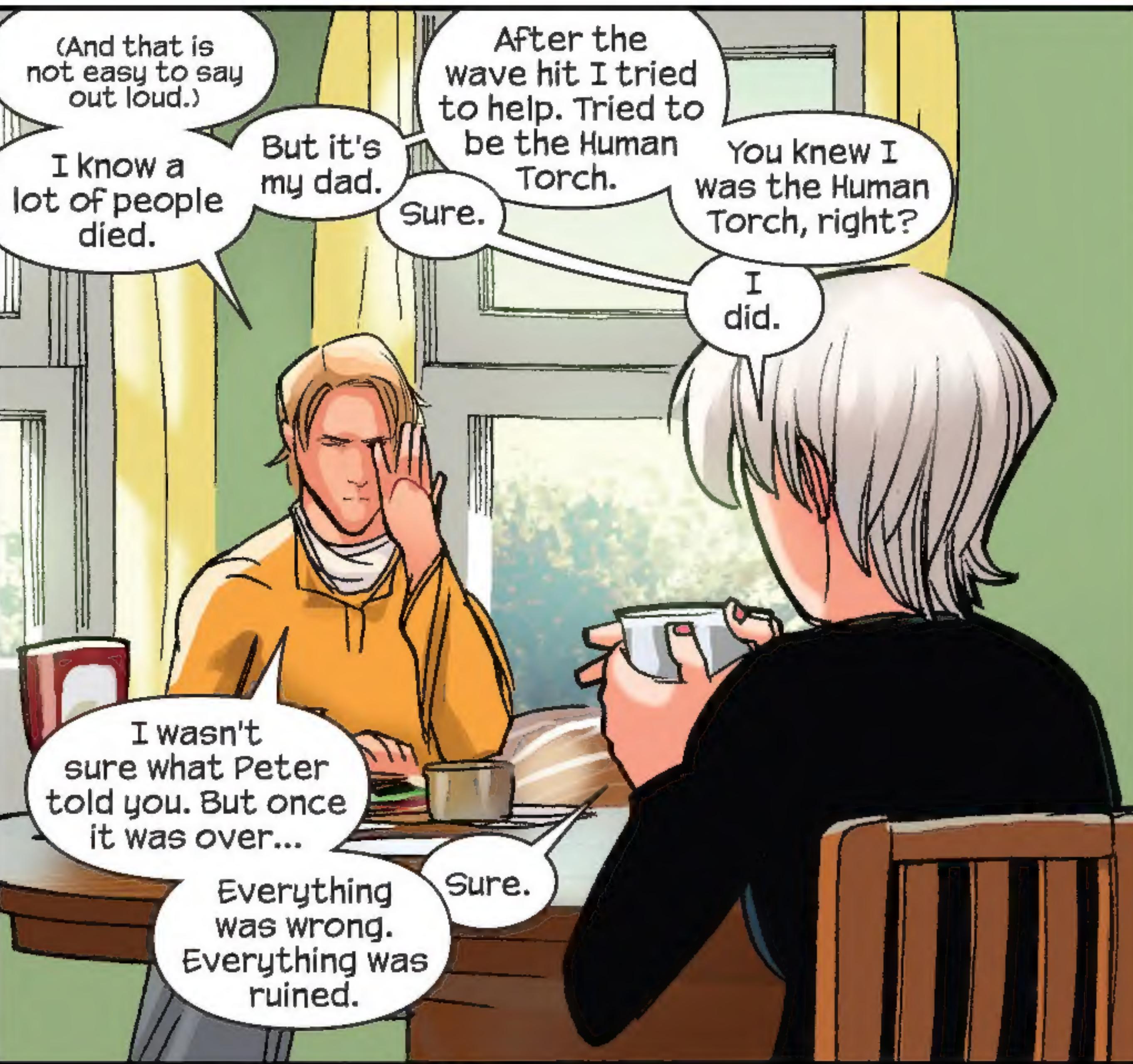
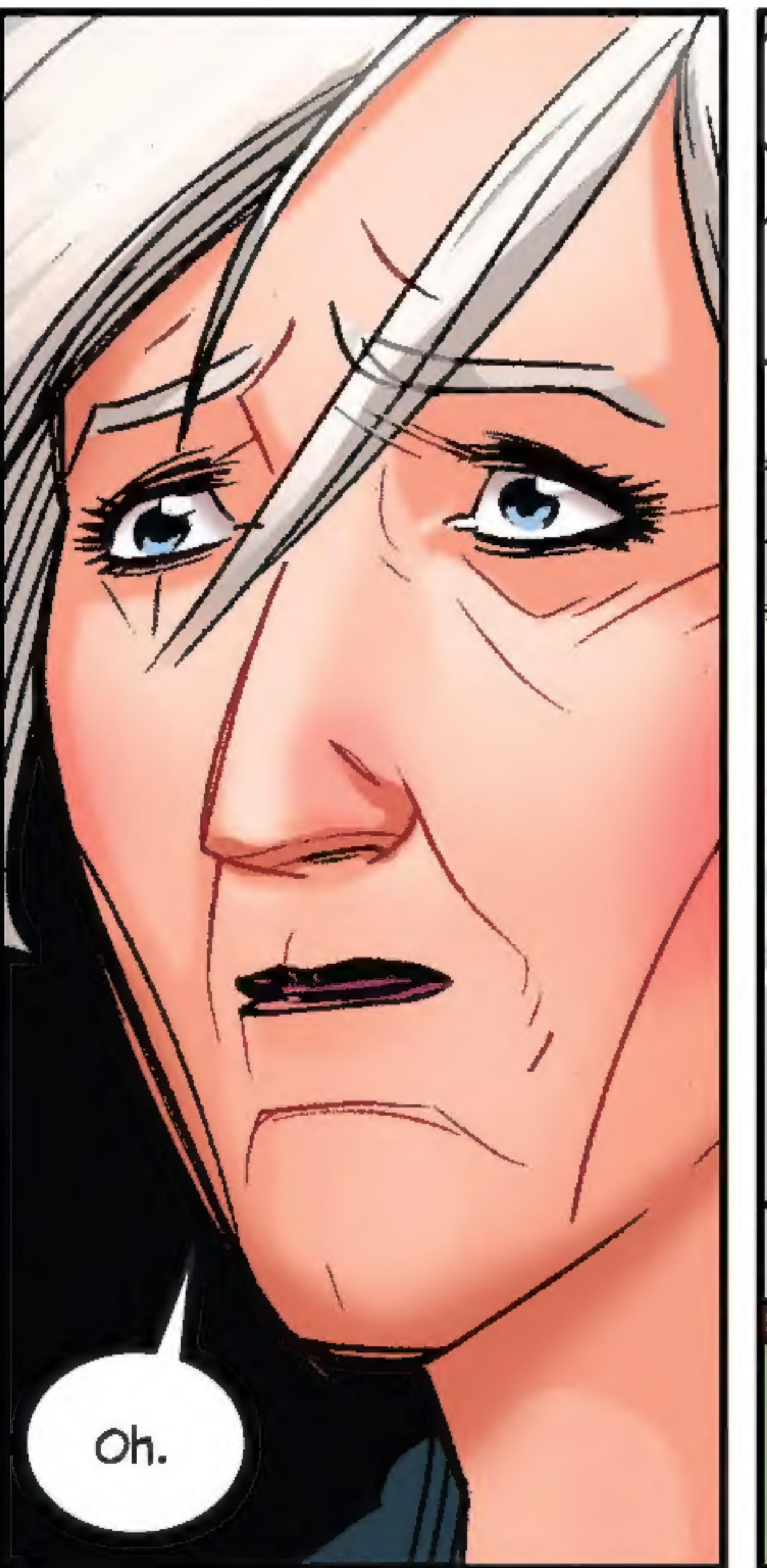
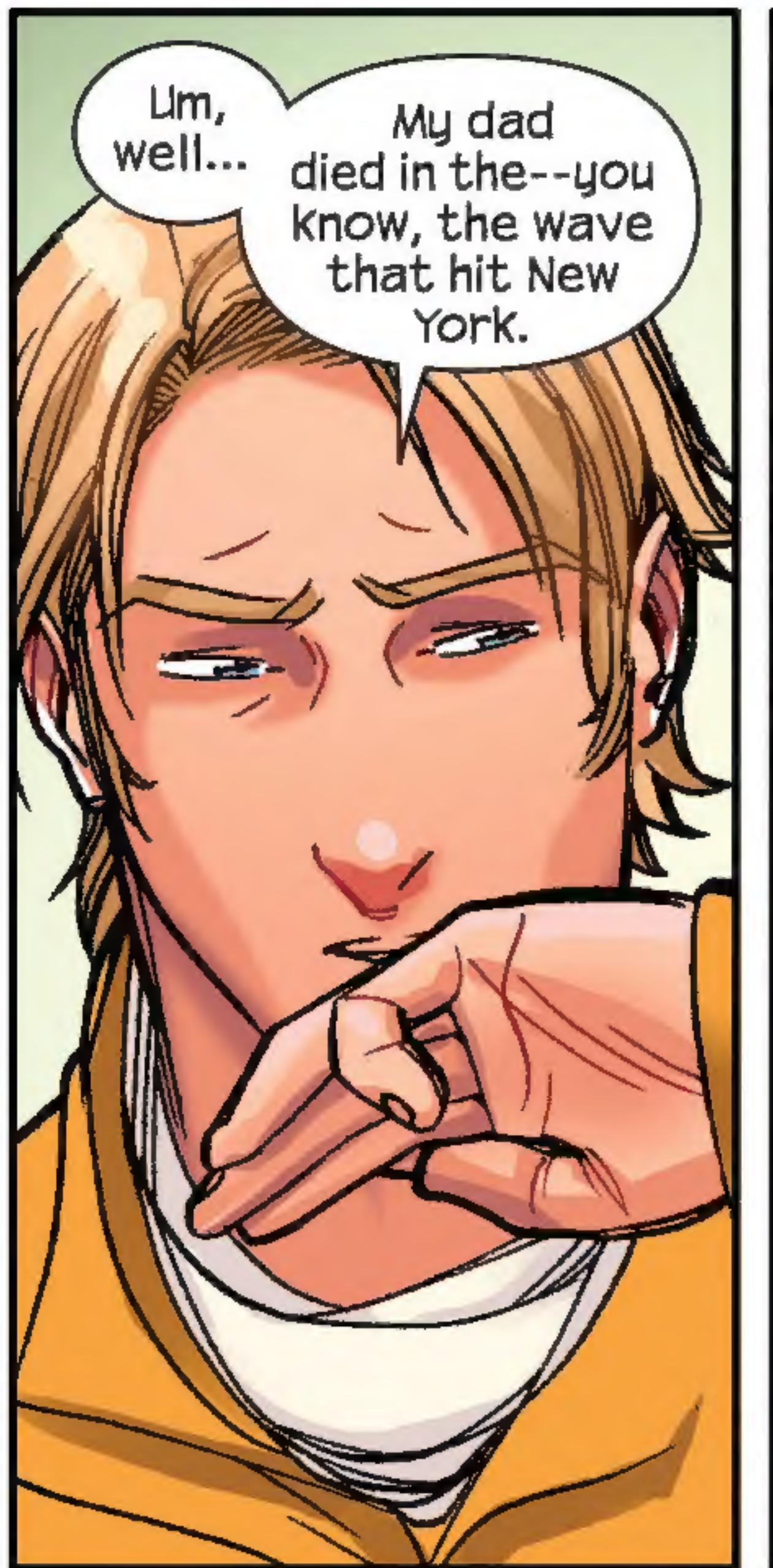
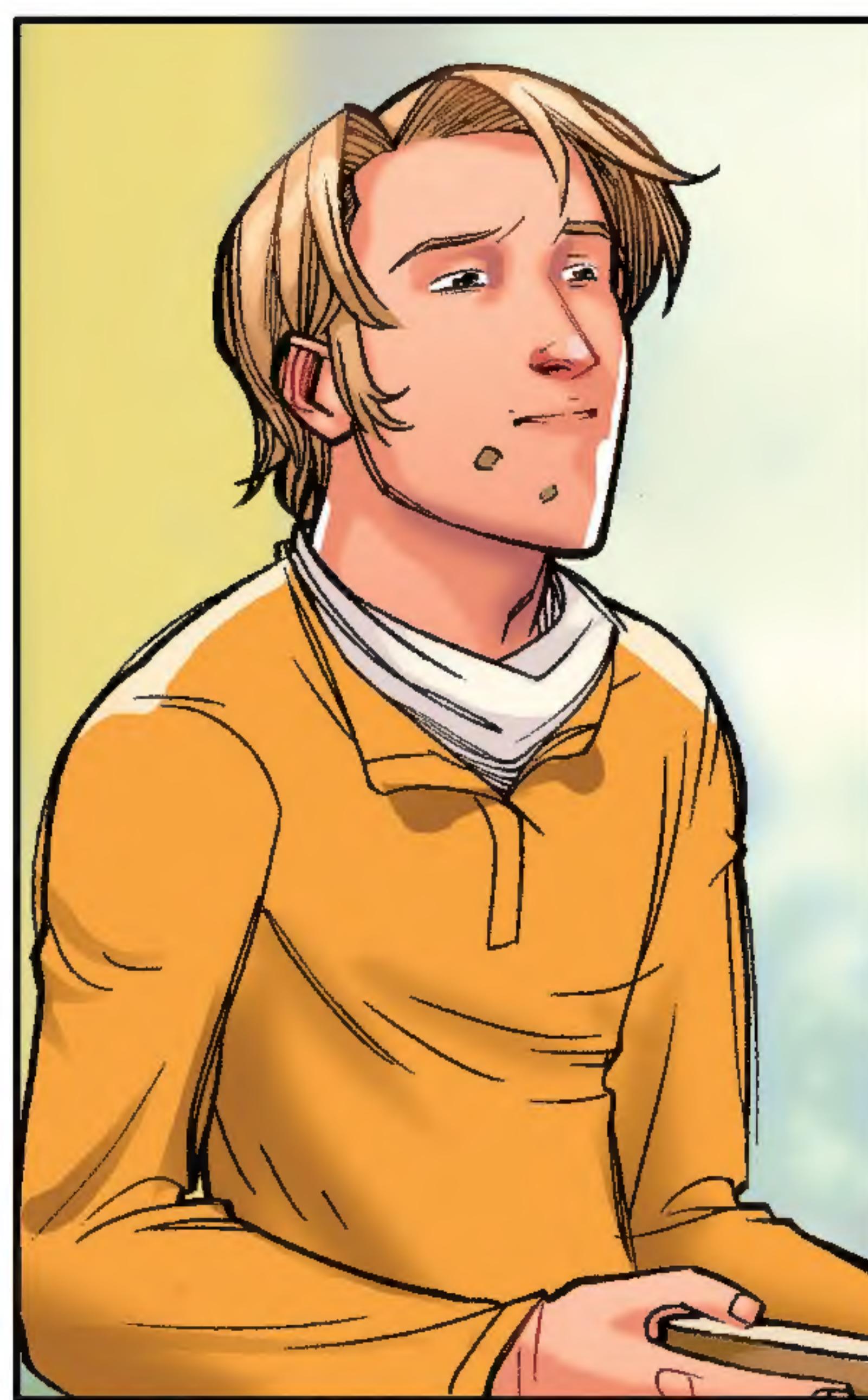
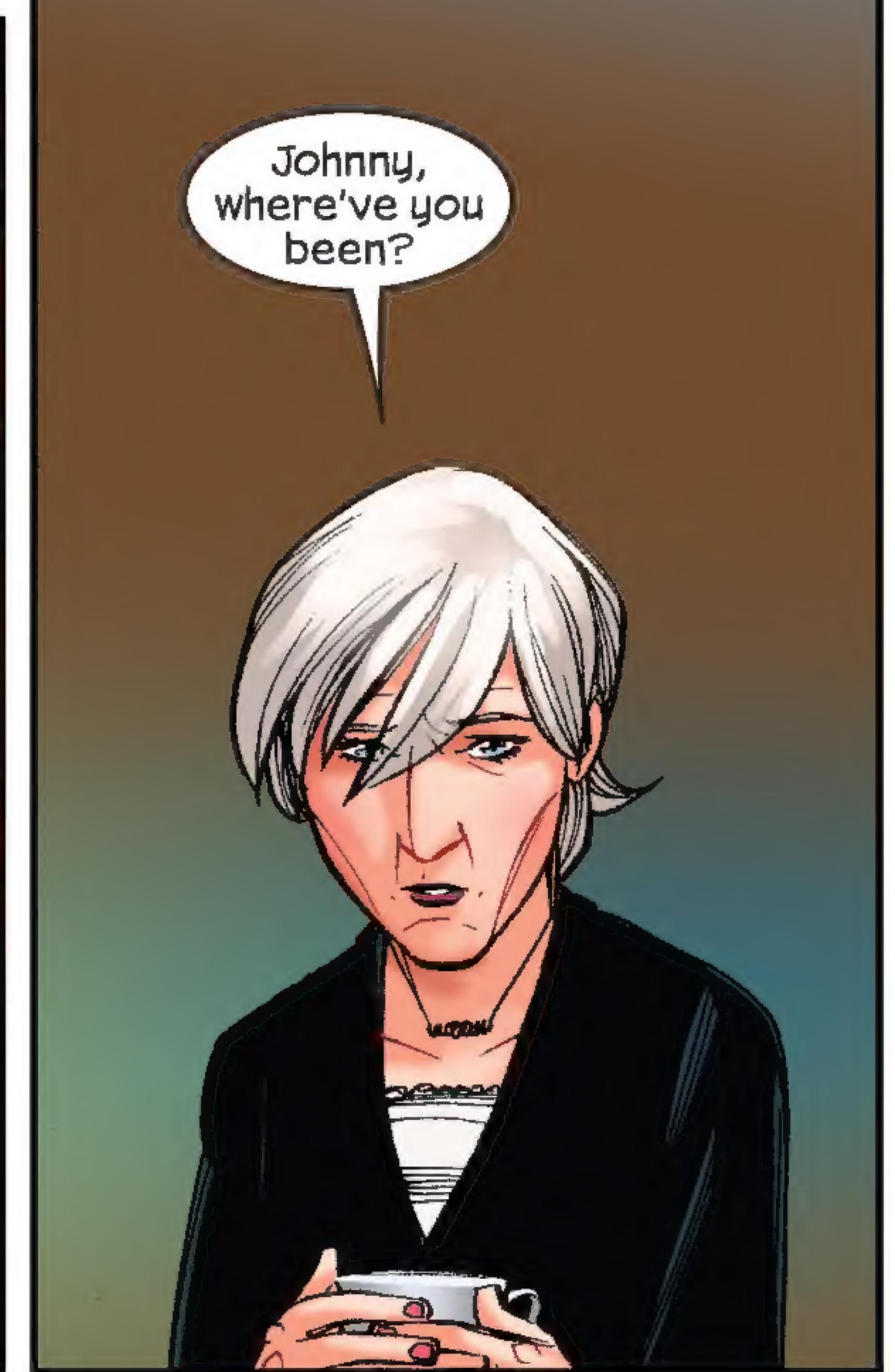
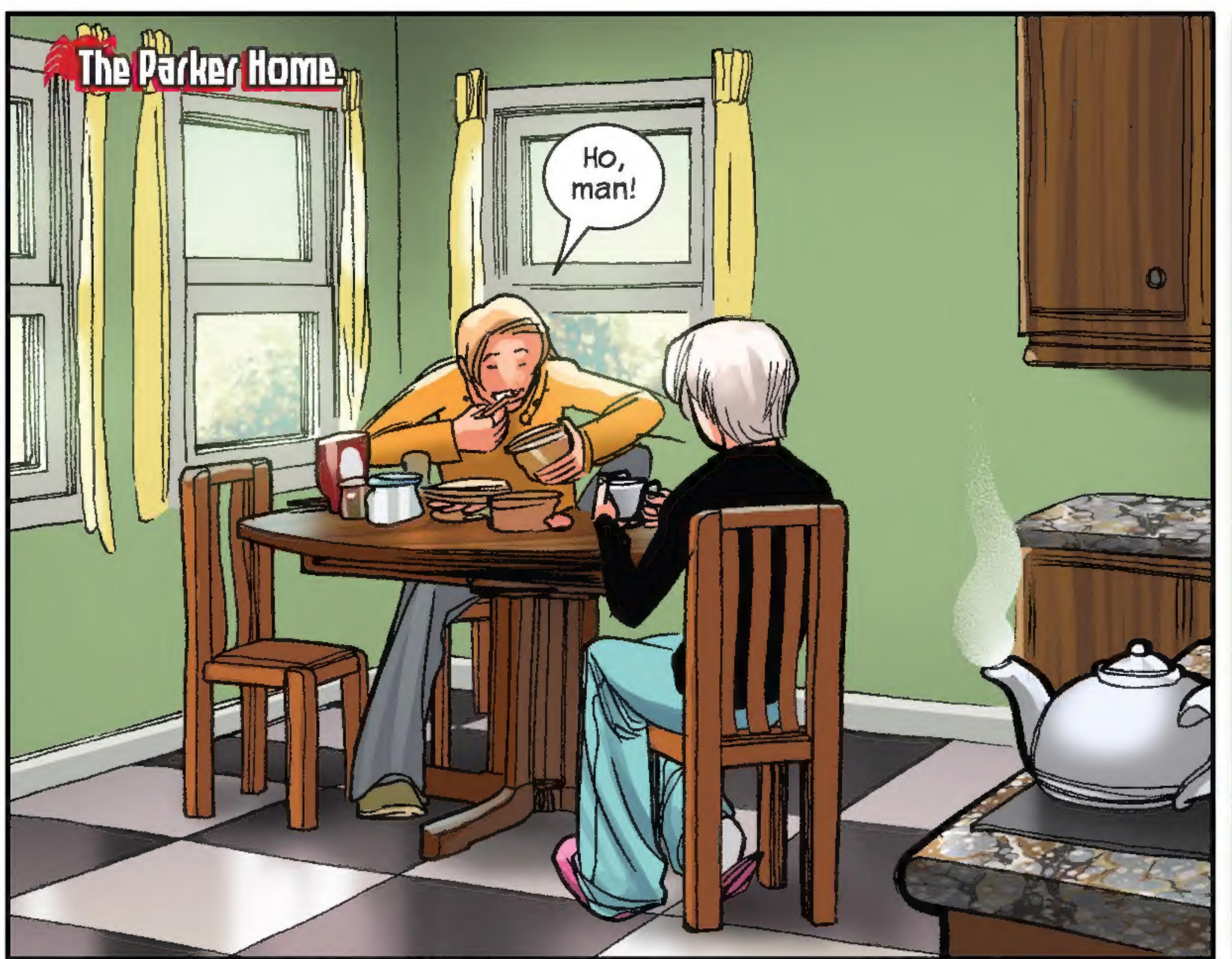
## THE NEW WORLD ACCORDING TO PETER PARKER

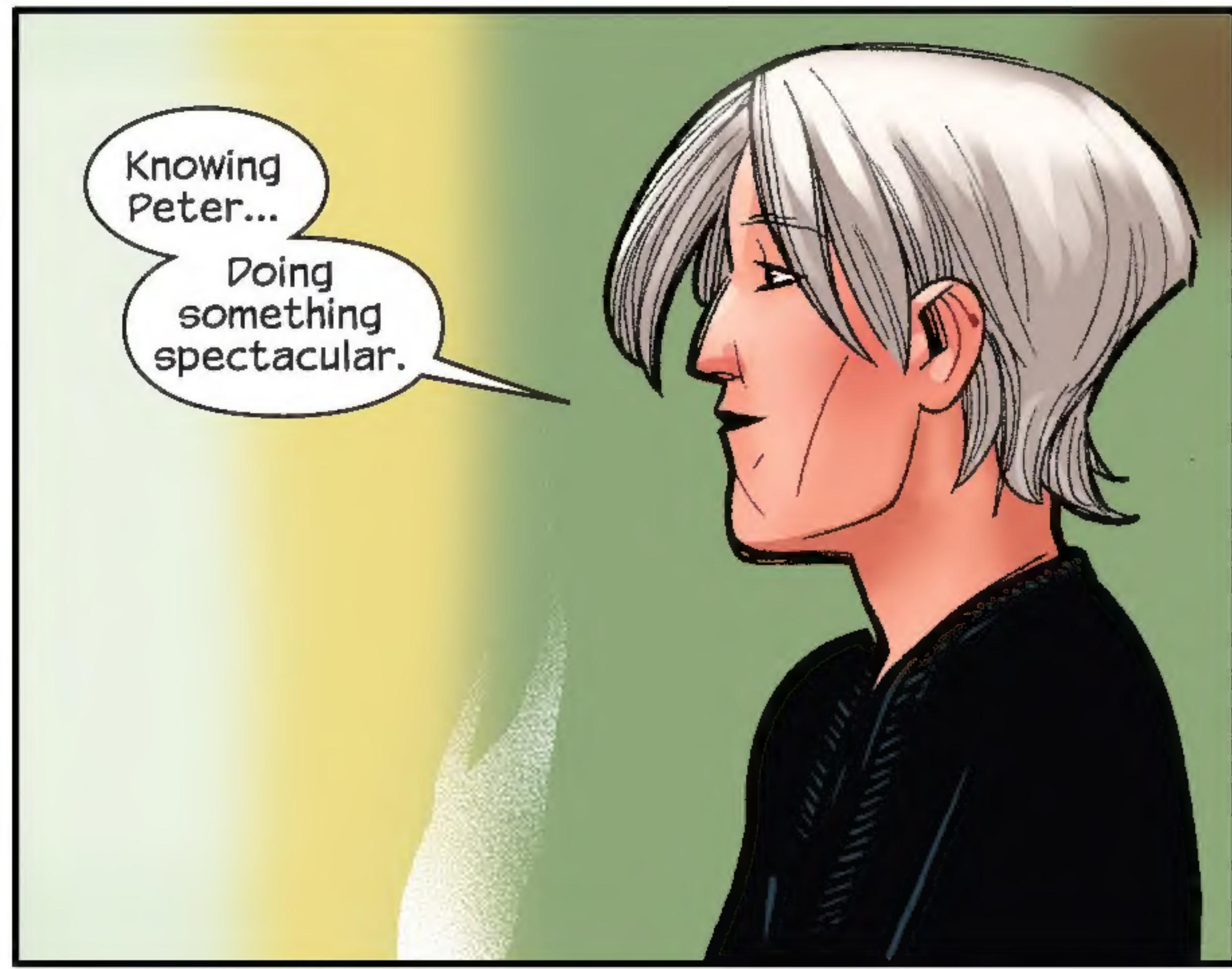
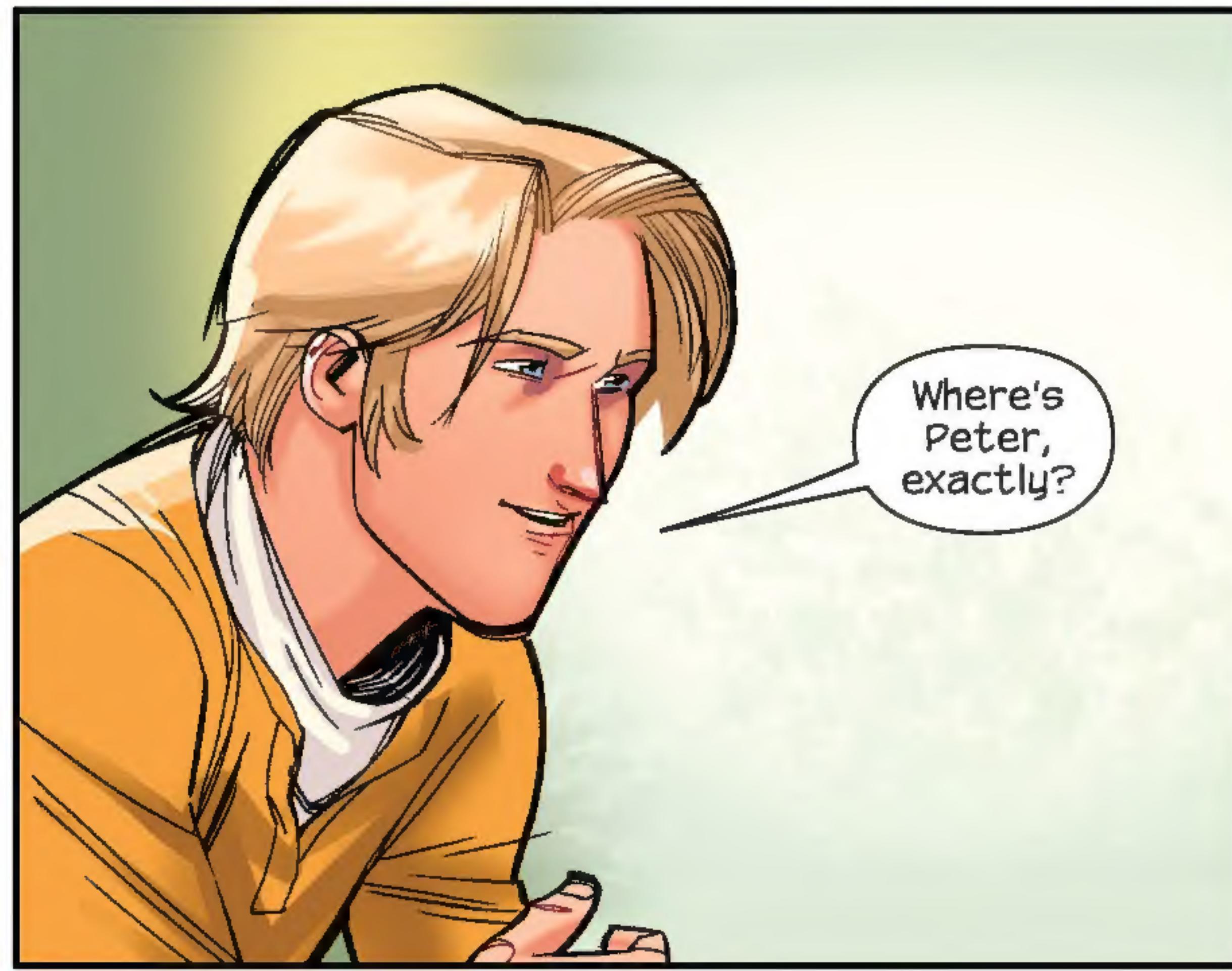
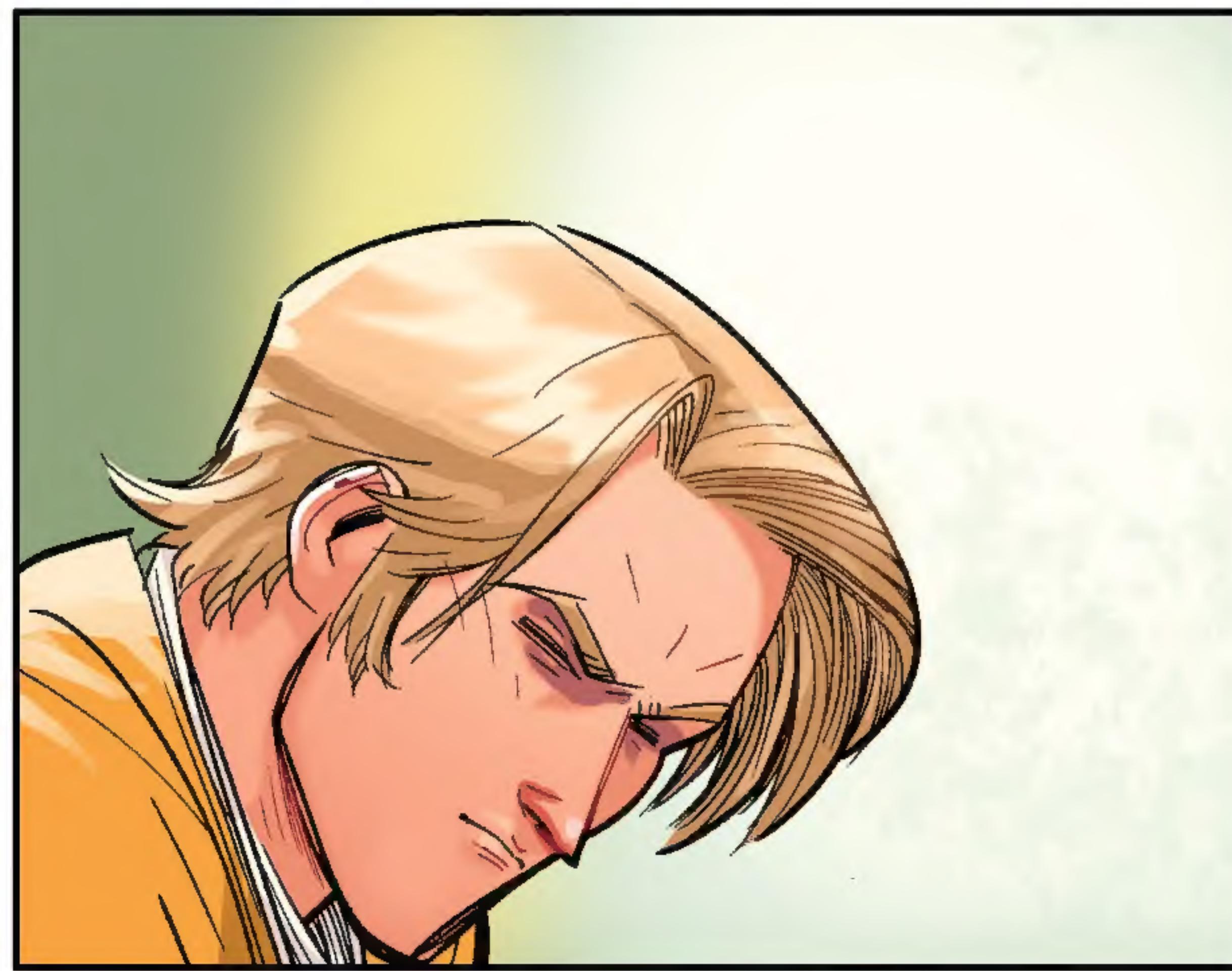
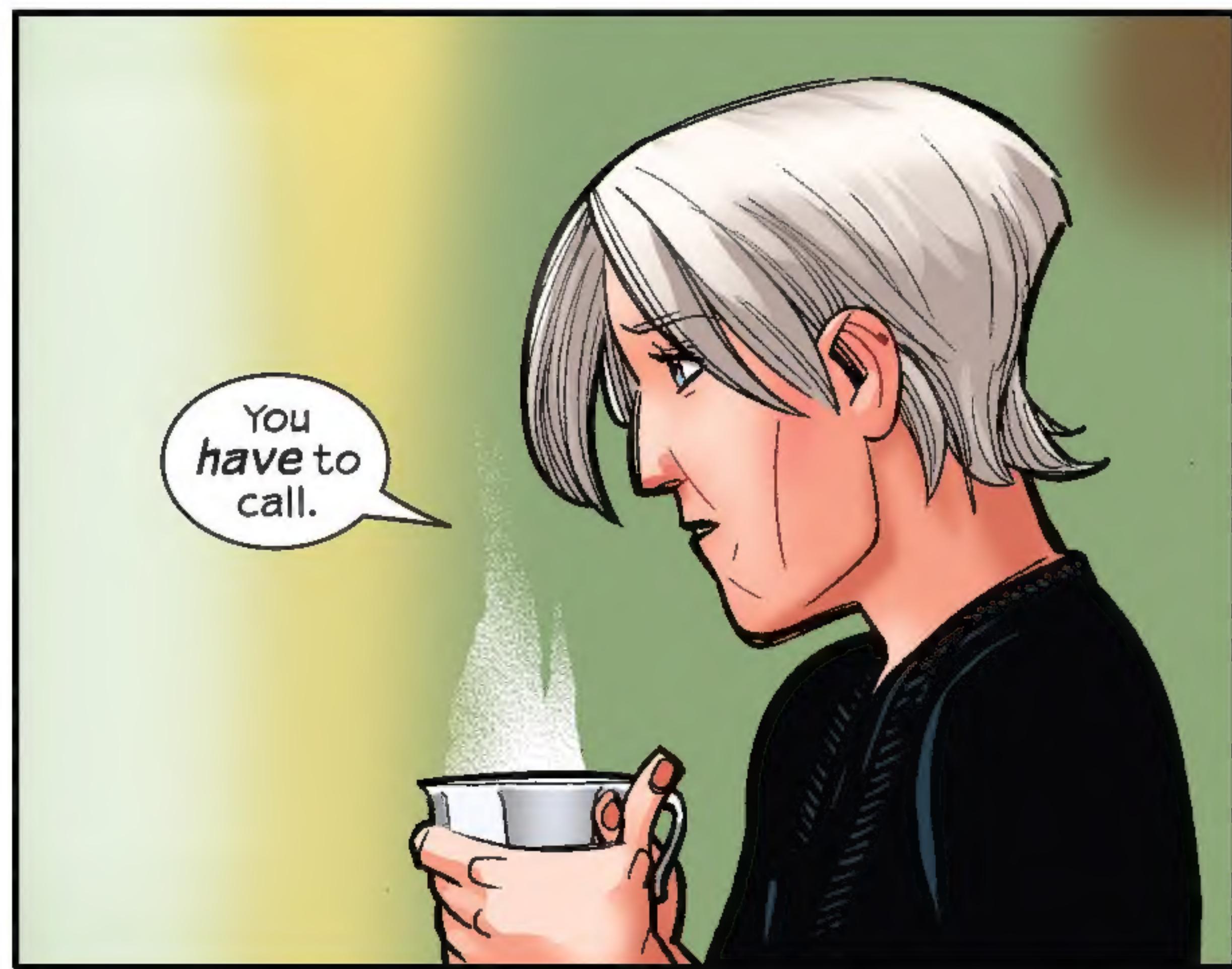
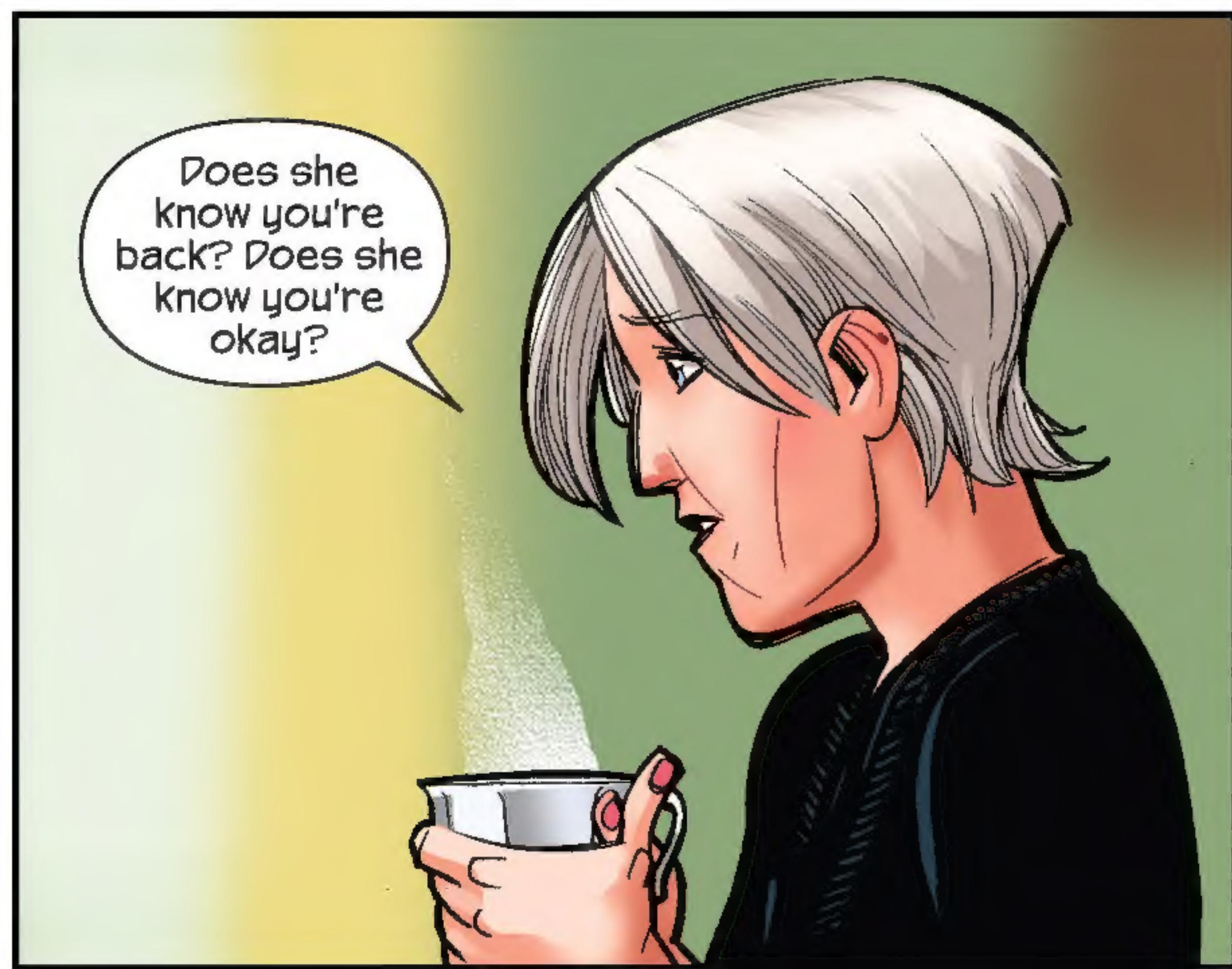
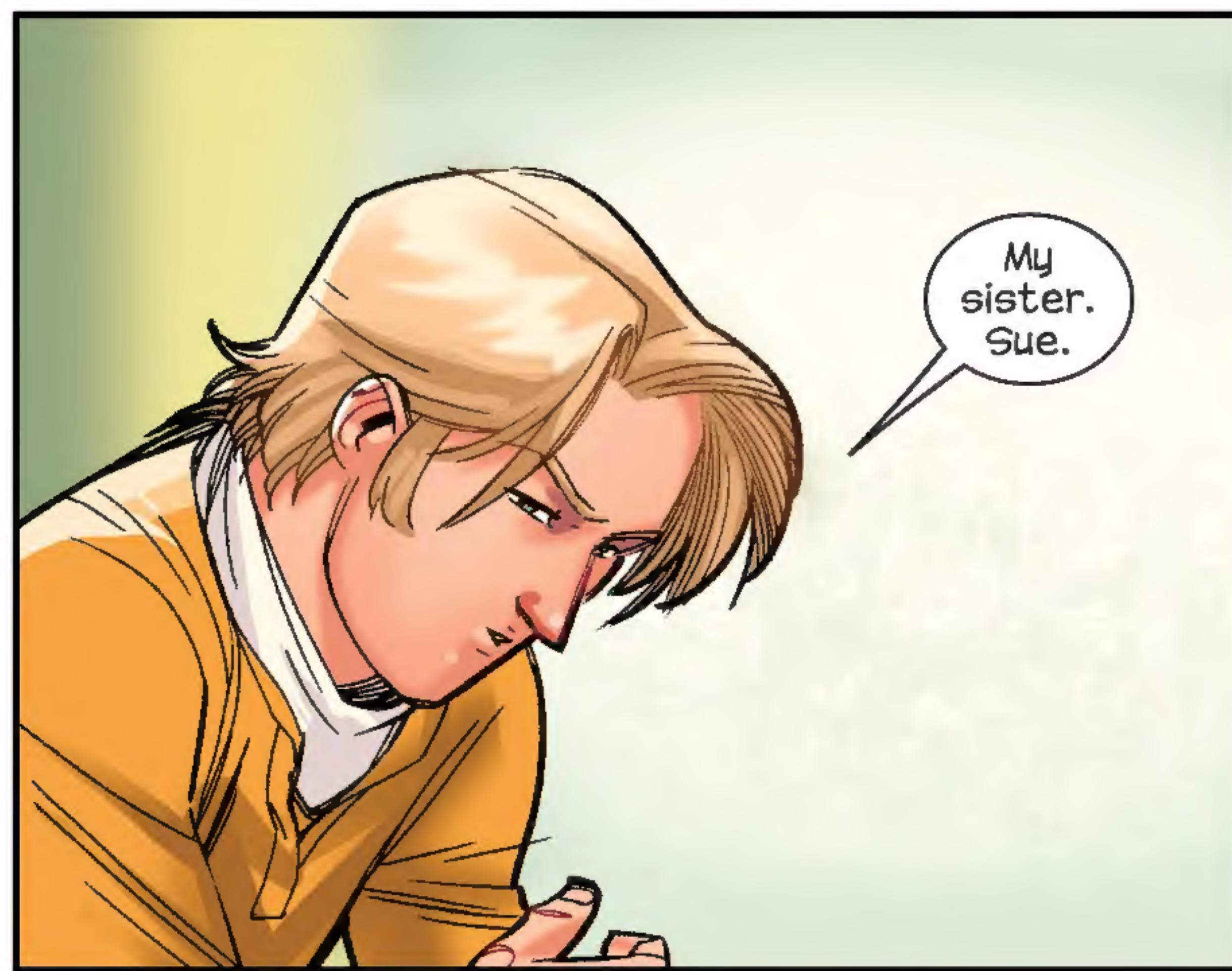
<b>Writer</b> <b>Brian Michael Bendis</b>	<b>Artist</b> <b>David Lafuente</b>	<b>Colorist</b> <b>Justin Ponsor</b>	<b>Letterer</b> <b>VC's Cory Petit</b>
<b>Cover Art</b> <b>Lafuente &amp; Ponsor</b>	<b>Assistant Editor</b> <b>Sana Amanat</b>		<b>Associate Editor</b> <b>Lauren Sankovitch</b>
<b>Senior Editor</b> <b>Mark Paniccia</b>	<b>Editor in Chief</b> <b>Joe Quesada</b>	<b>Publisher</b> <b>Dan Buckley</b>	<b>Executive Producer</b> <b>Alan Fine</b>

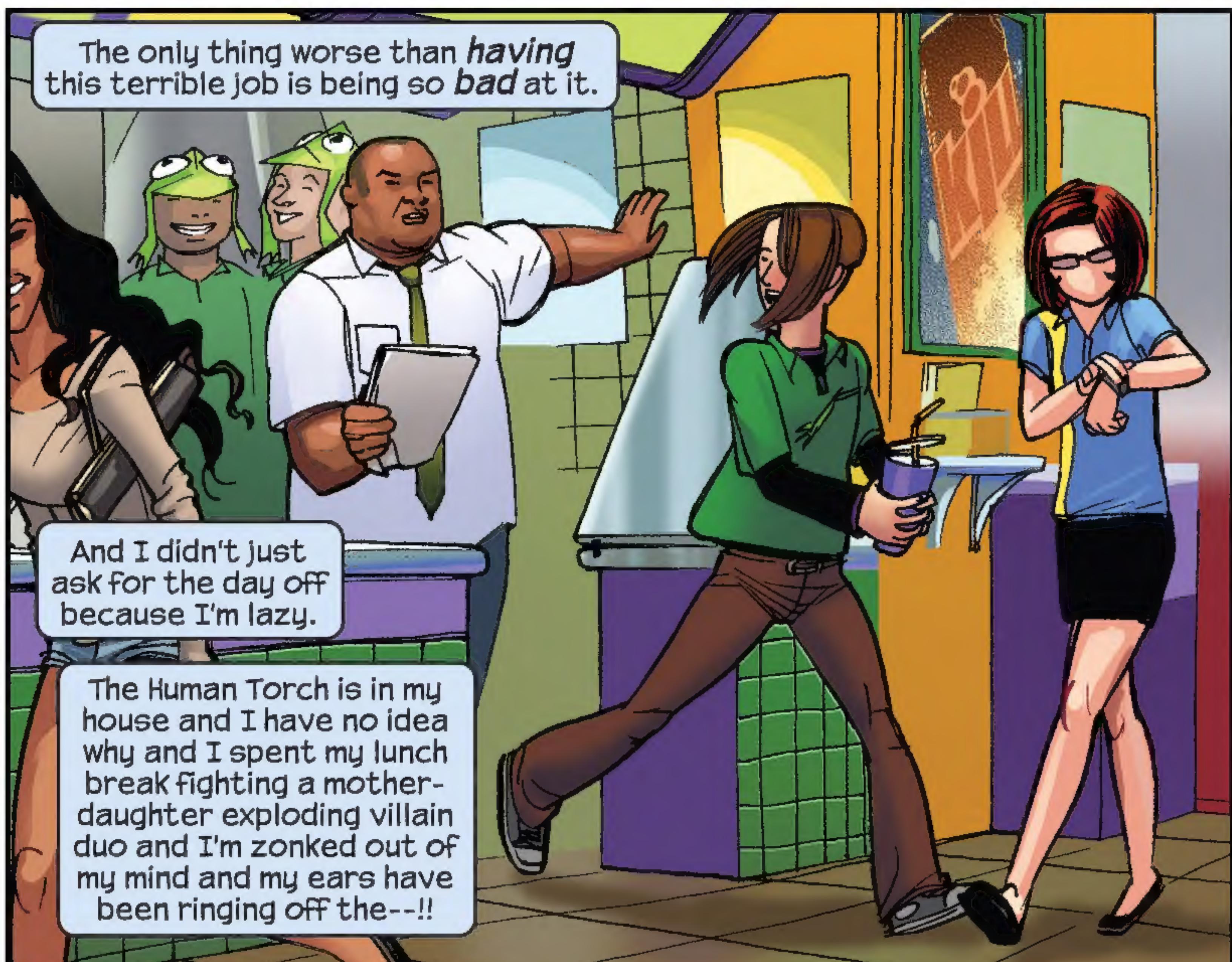
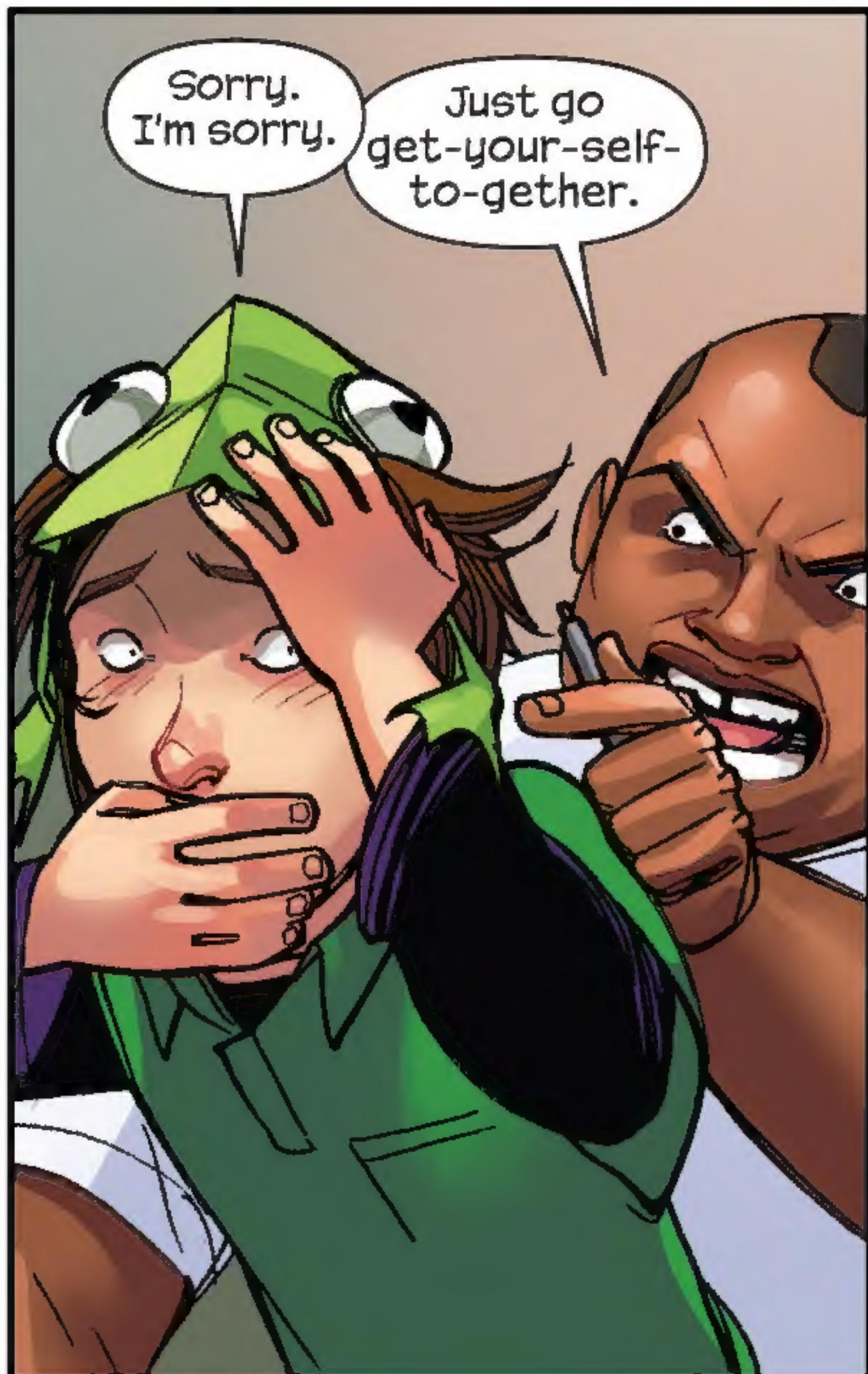
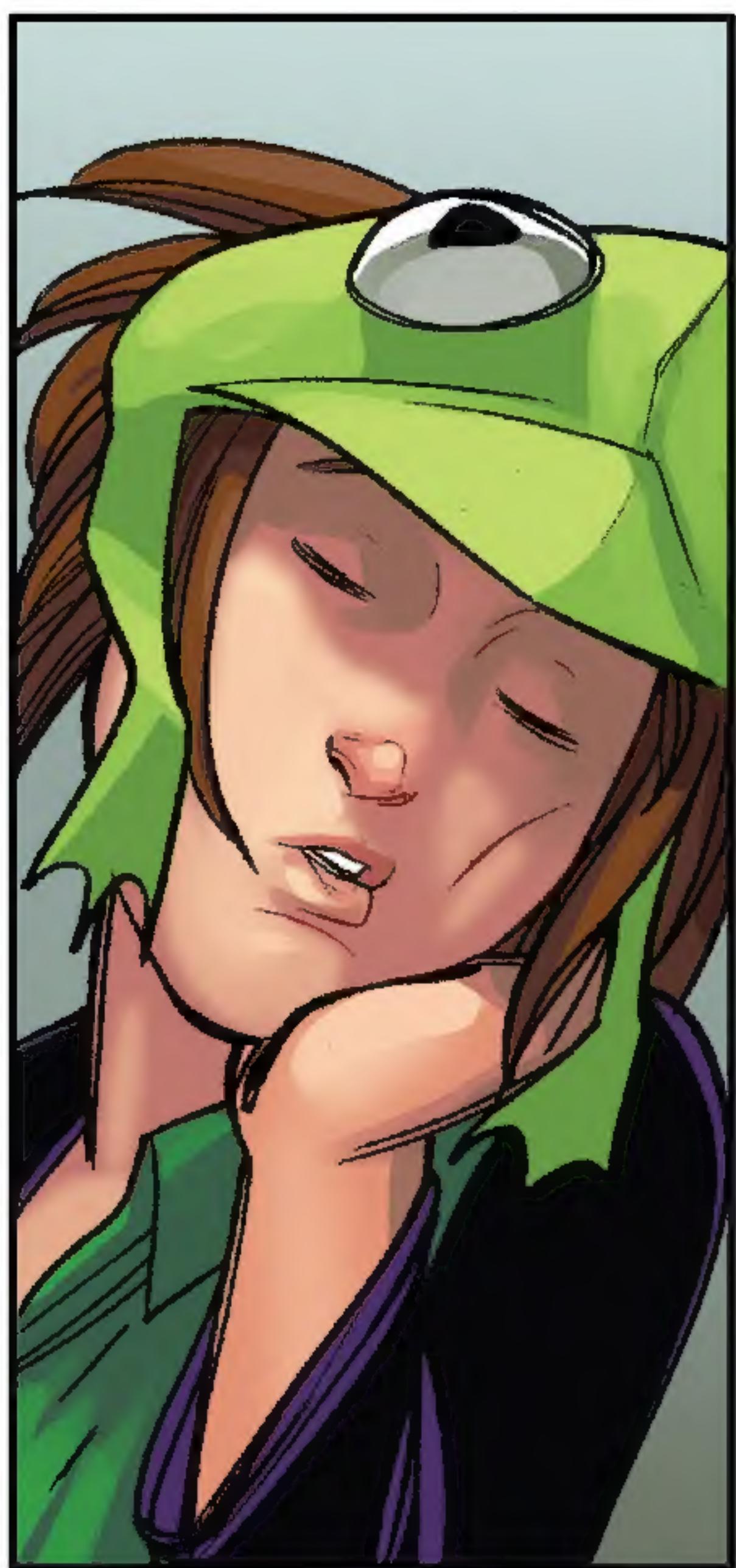
Correction: An interview with Brian Michael Bendis, originally published in Ultimate Spider-Man #133, was published without the name of the interviewer, Paul Morton.

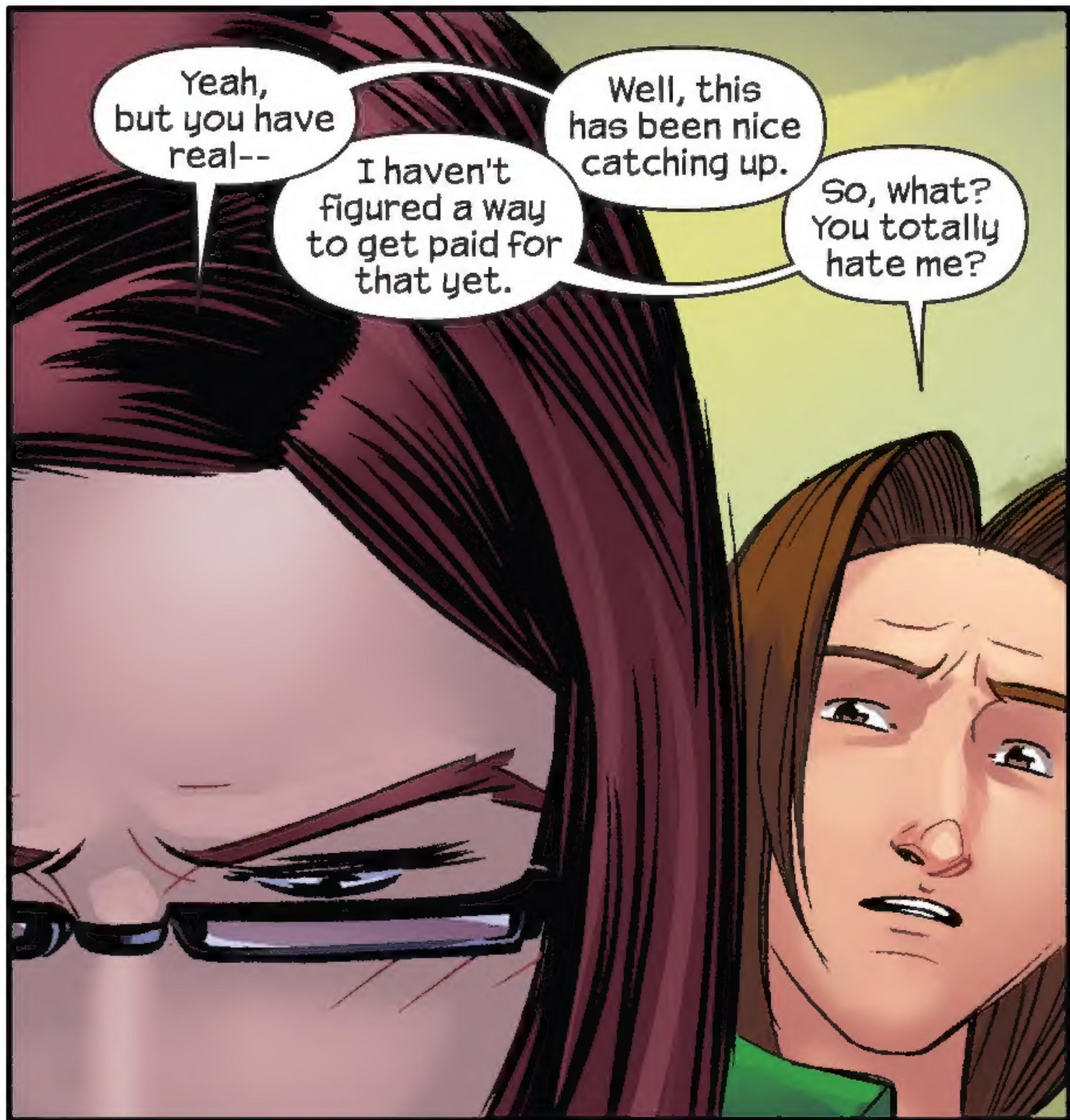


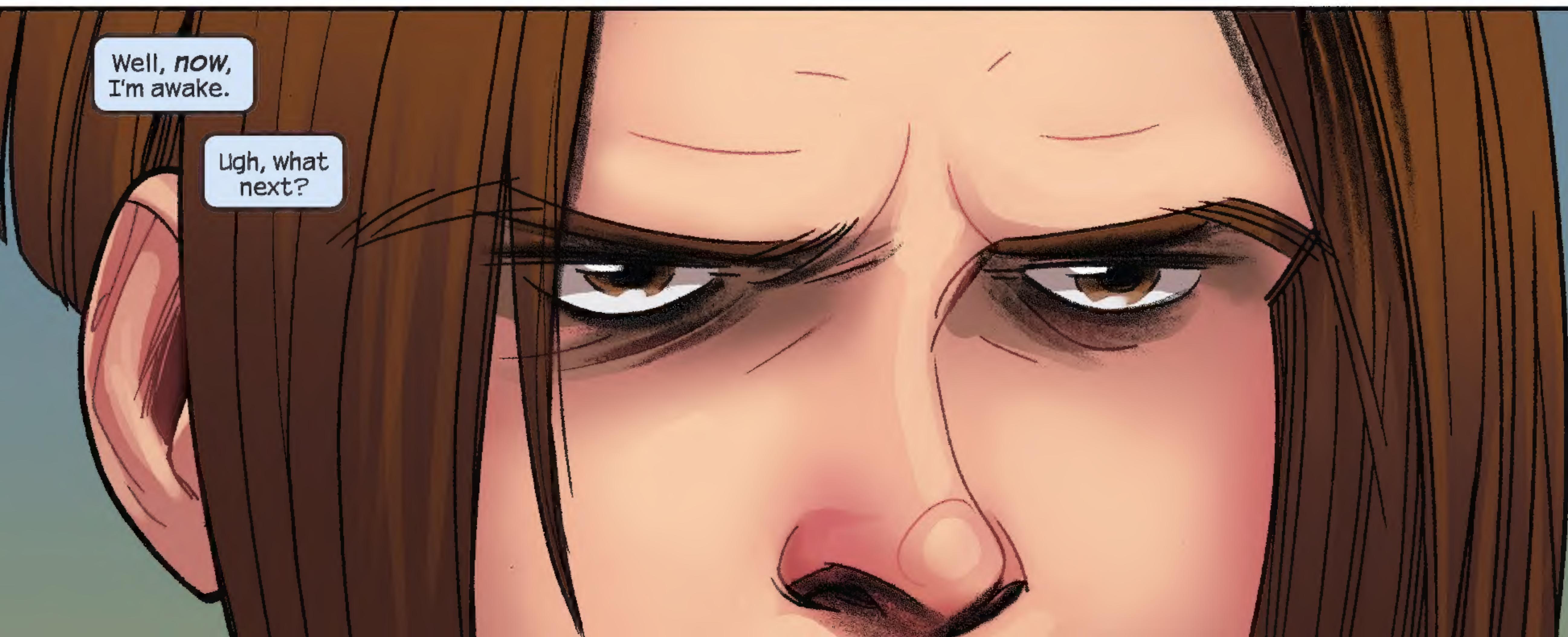
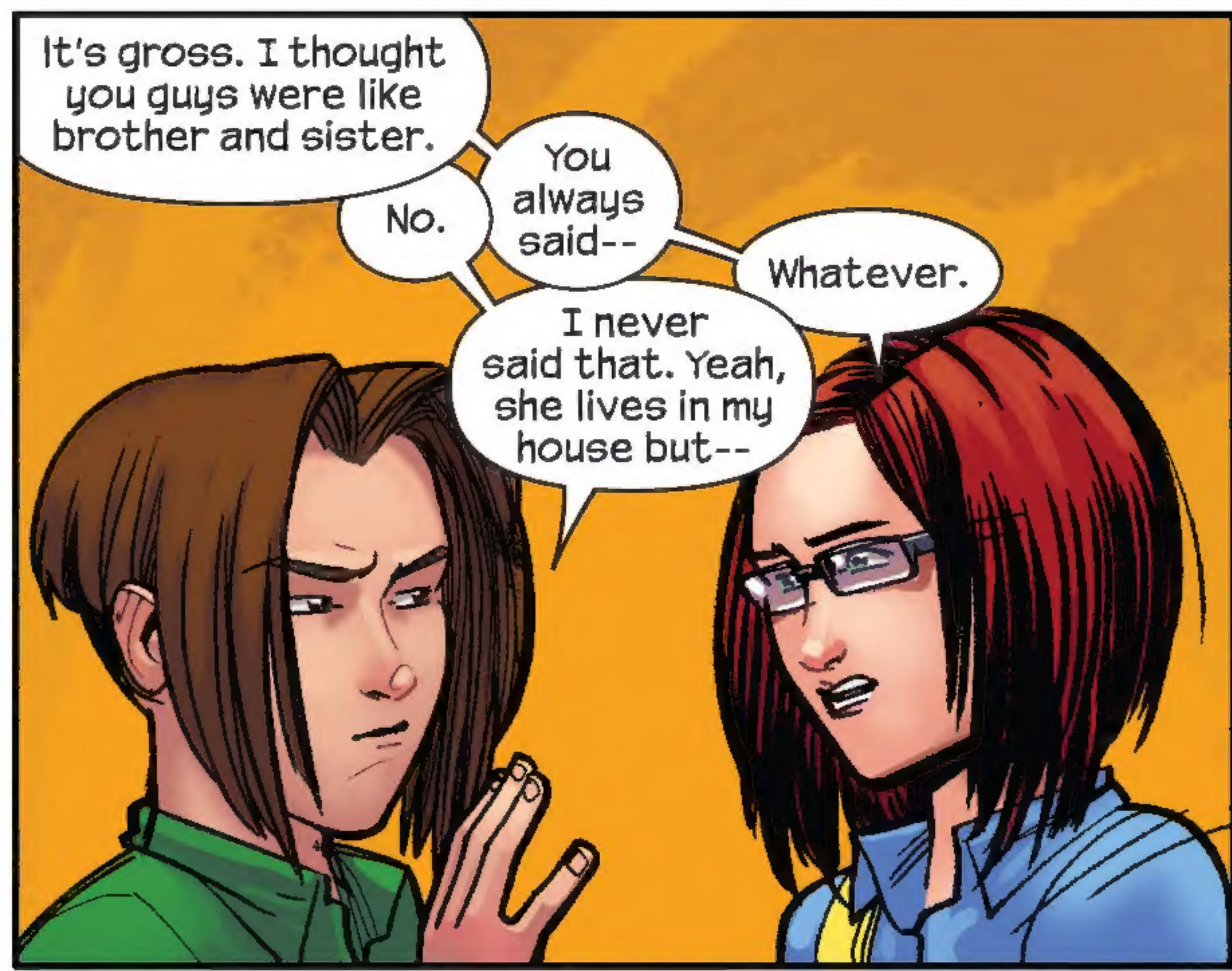




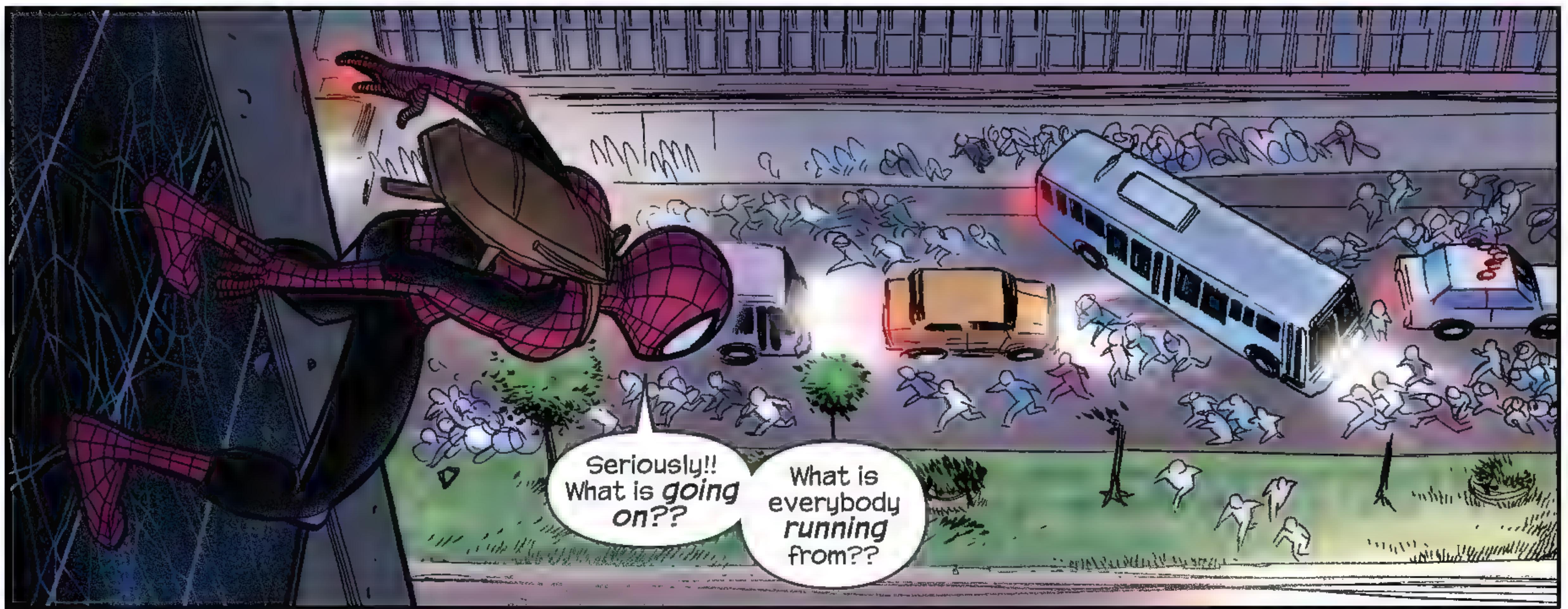


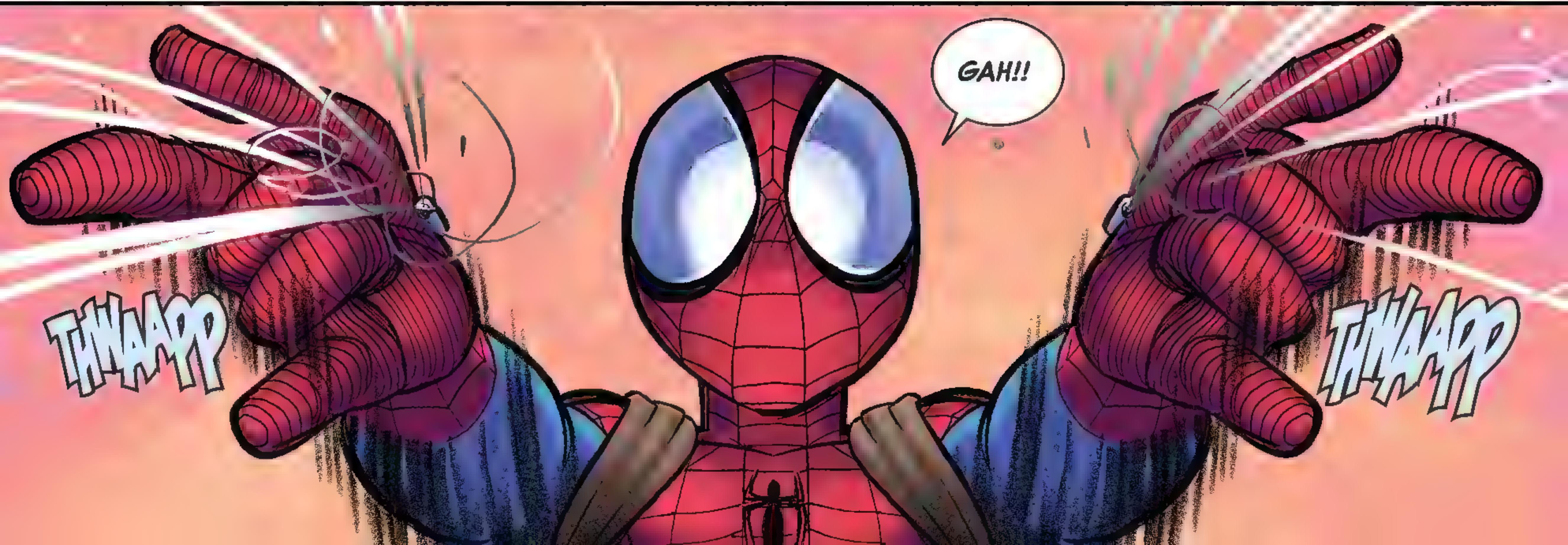
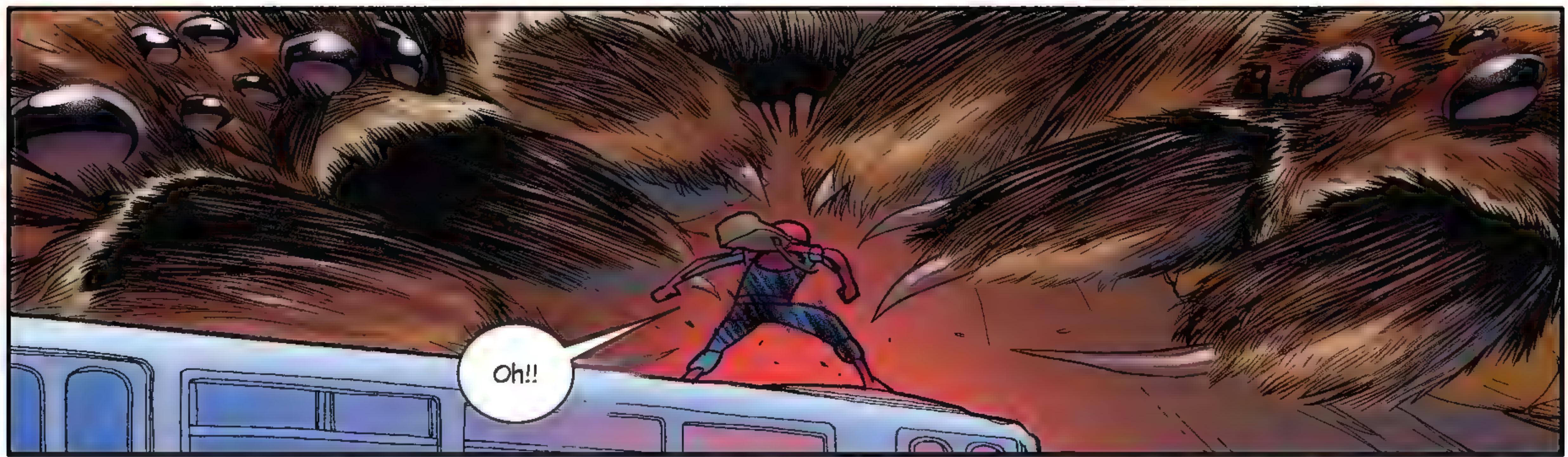
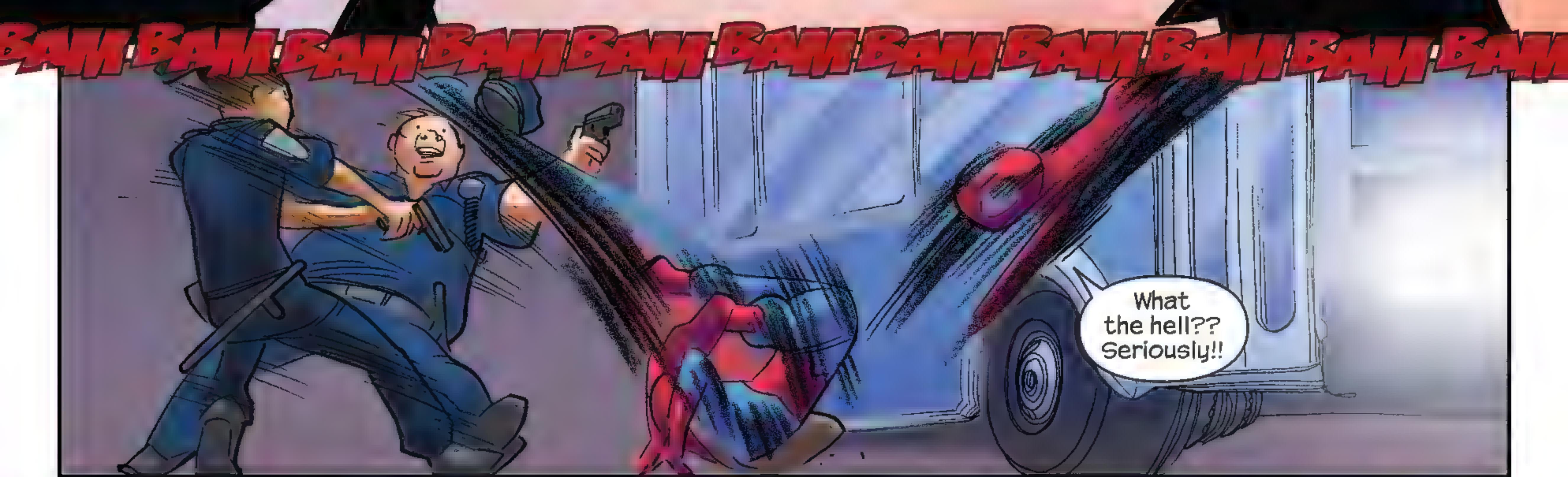


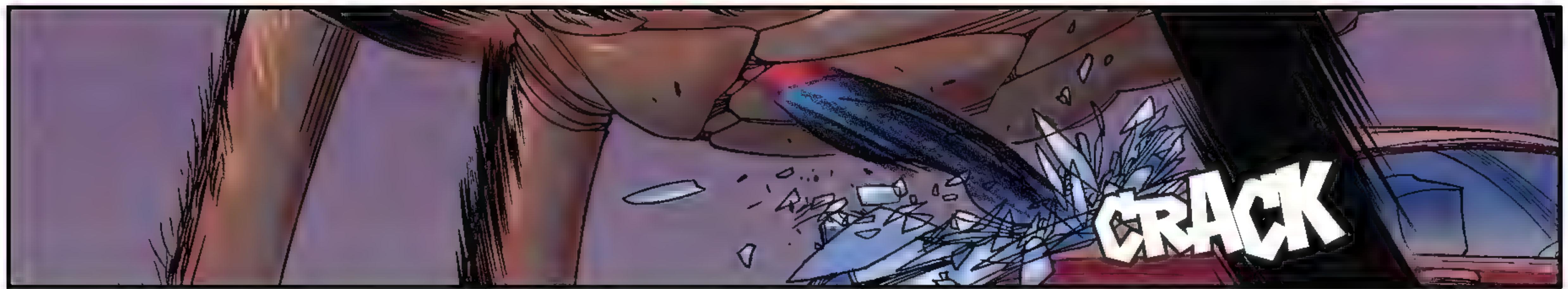
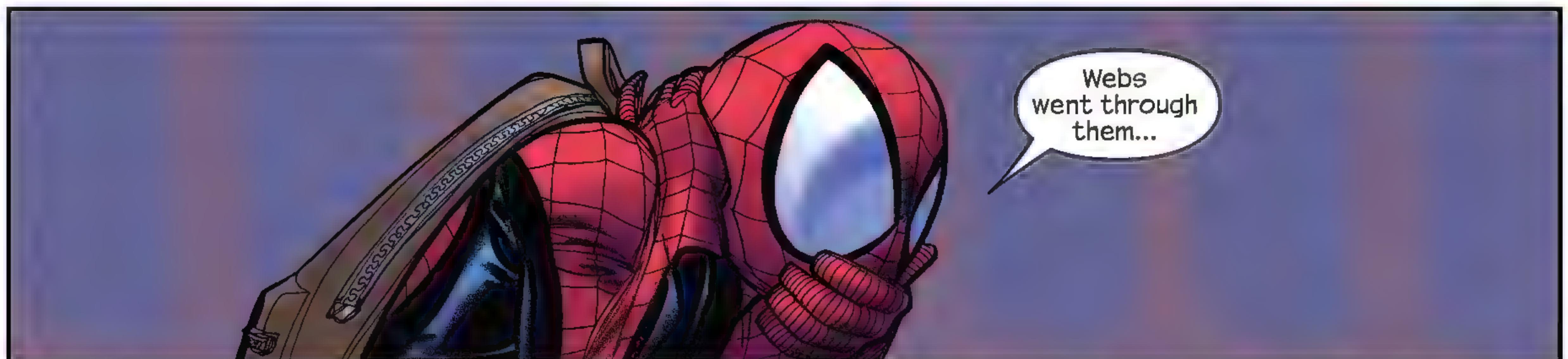


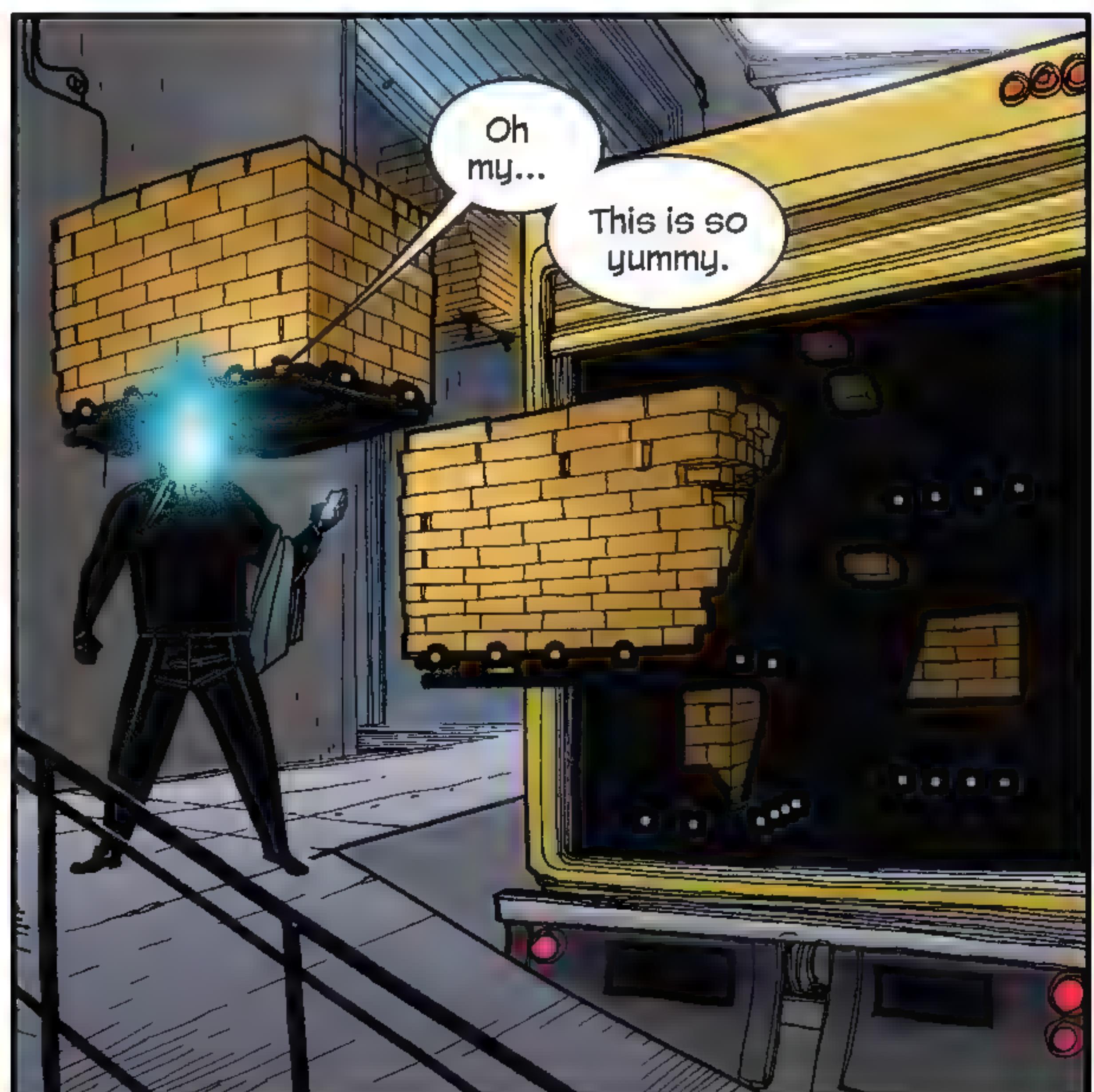
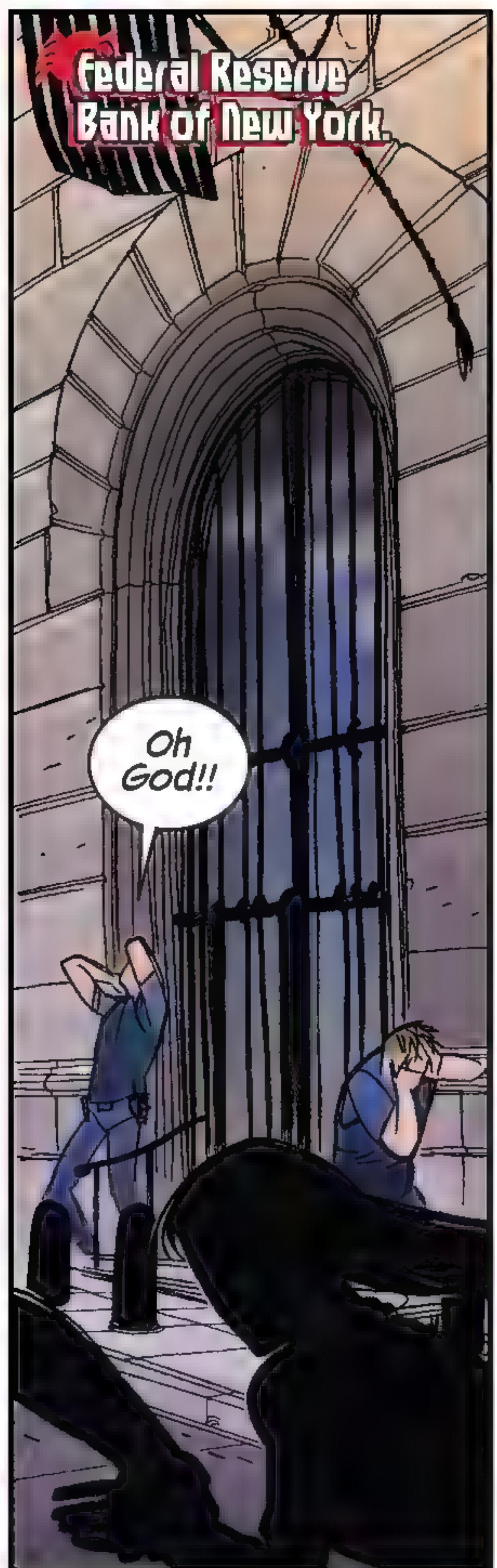


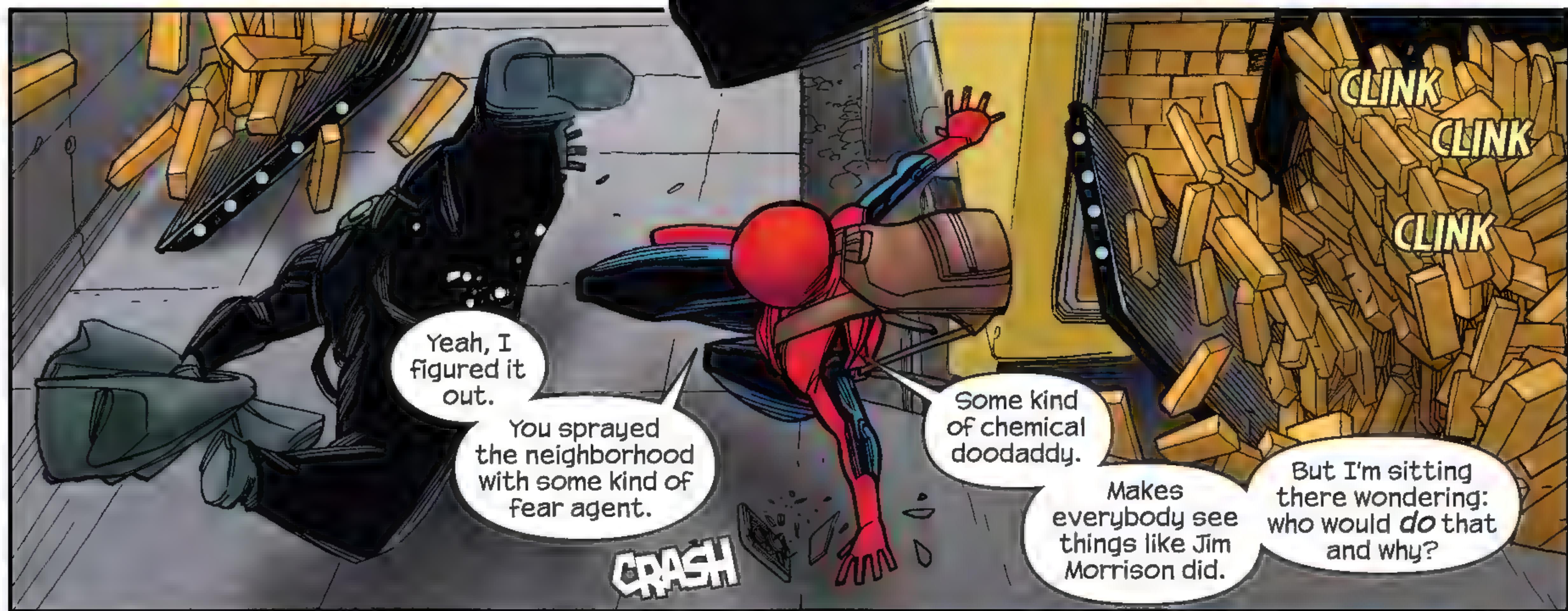
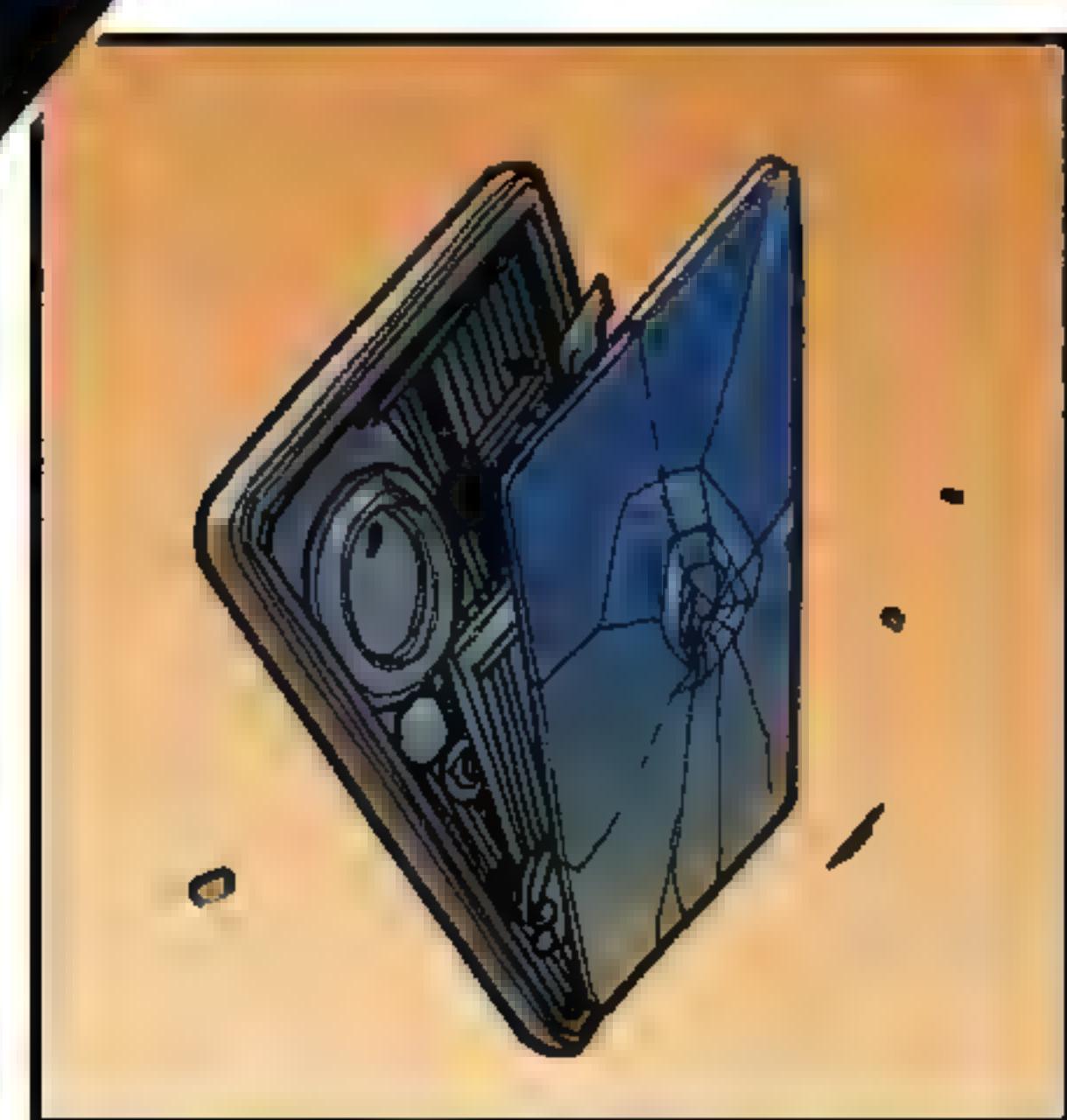


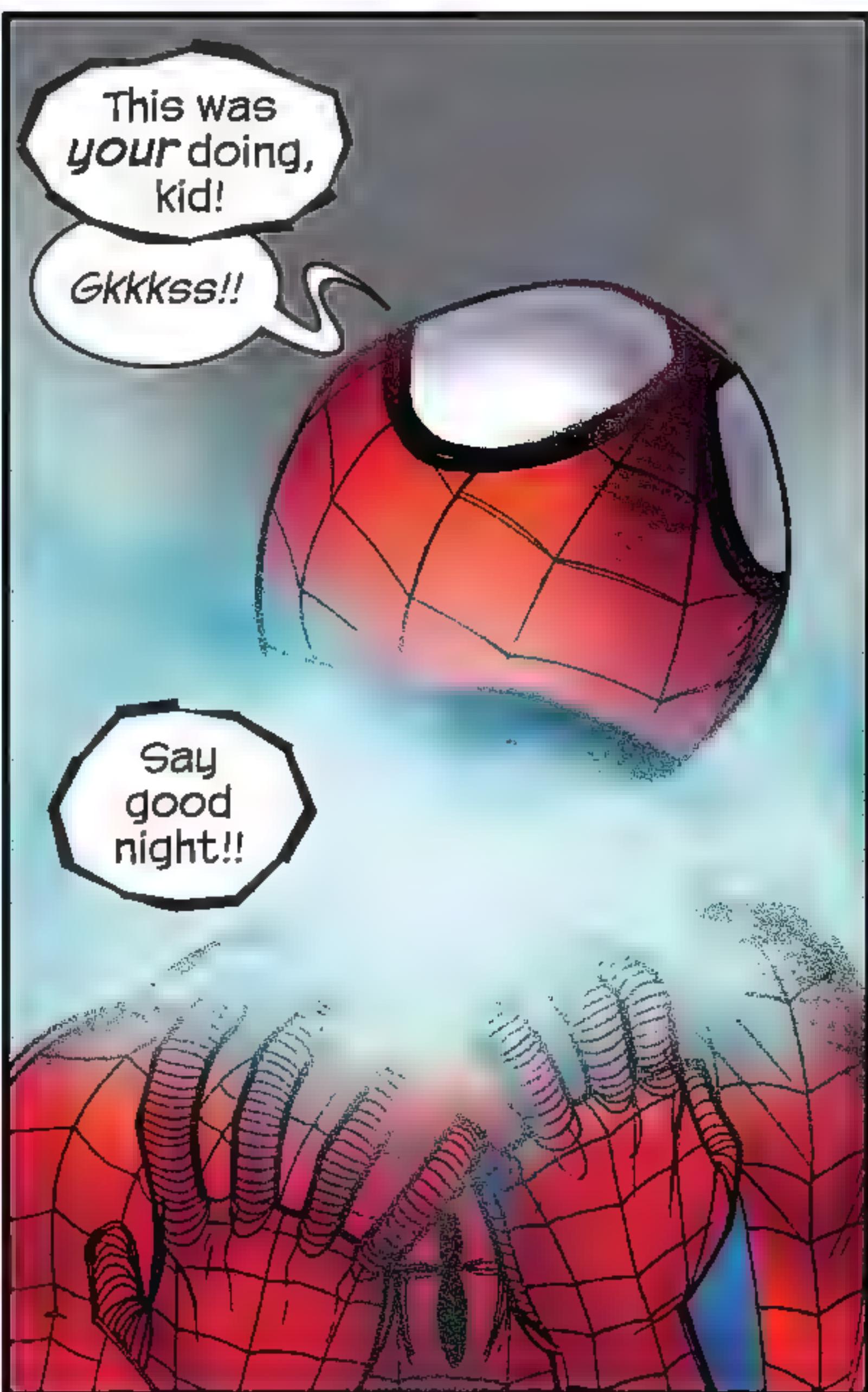
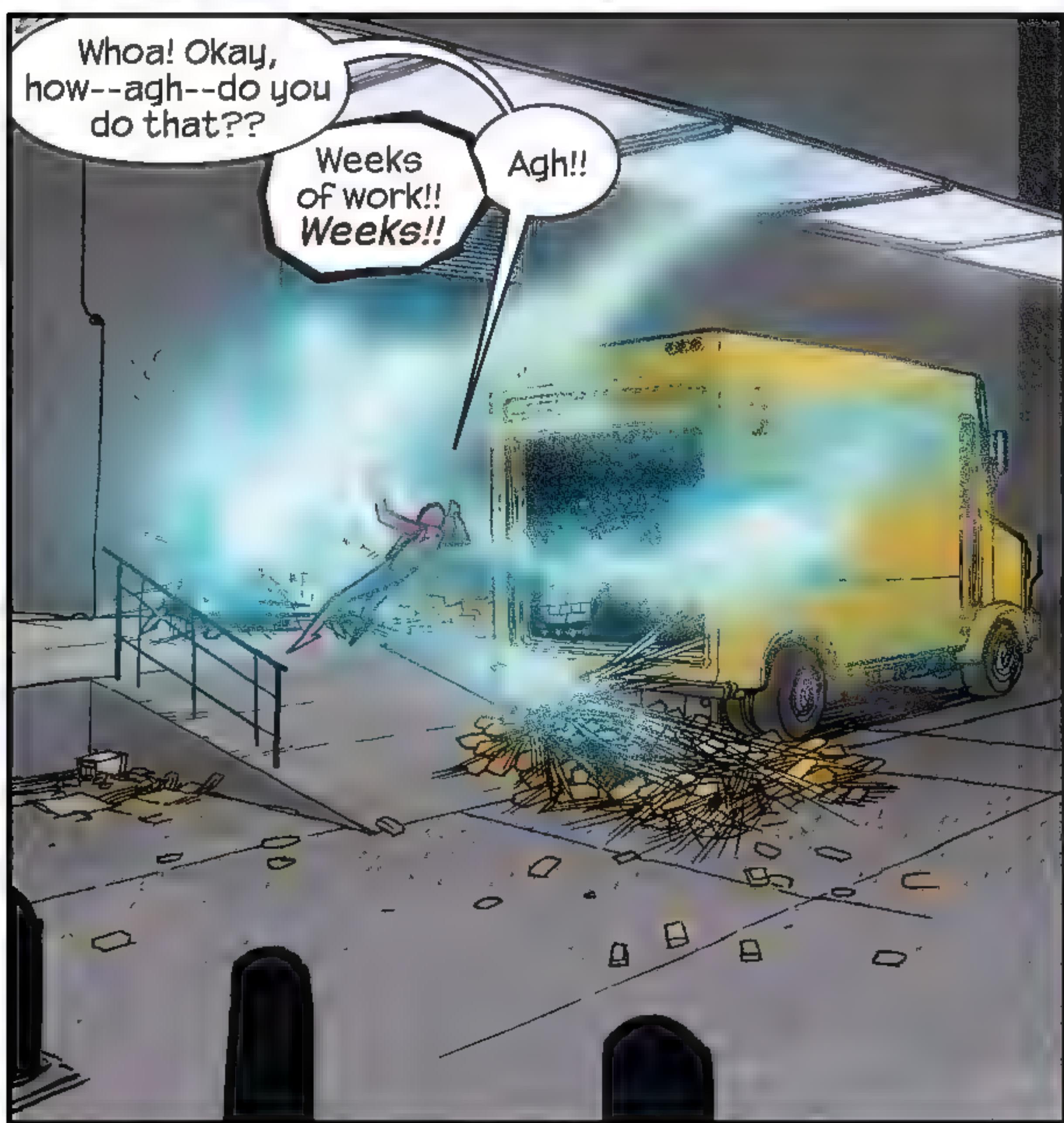
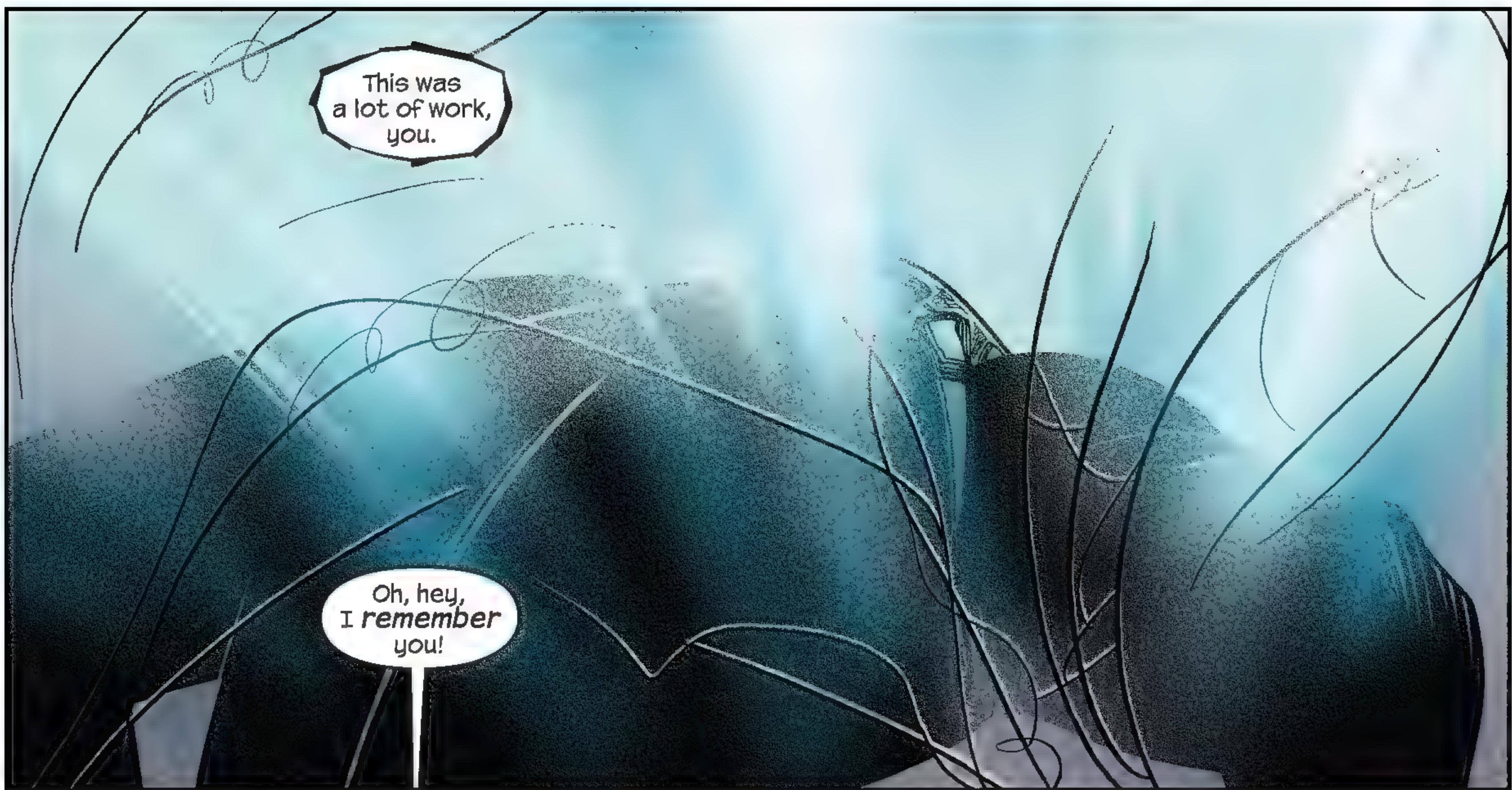


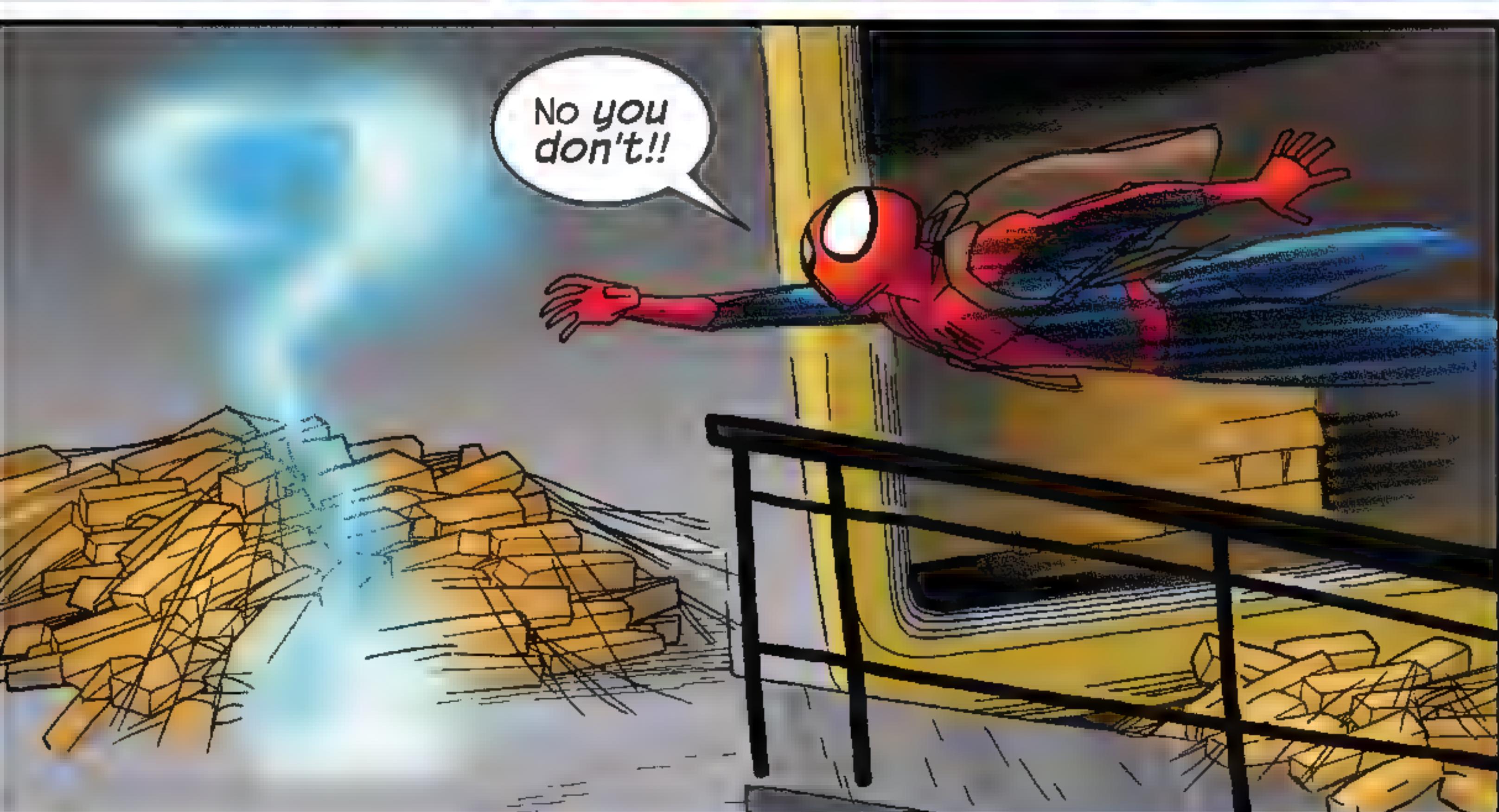
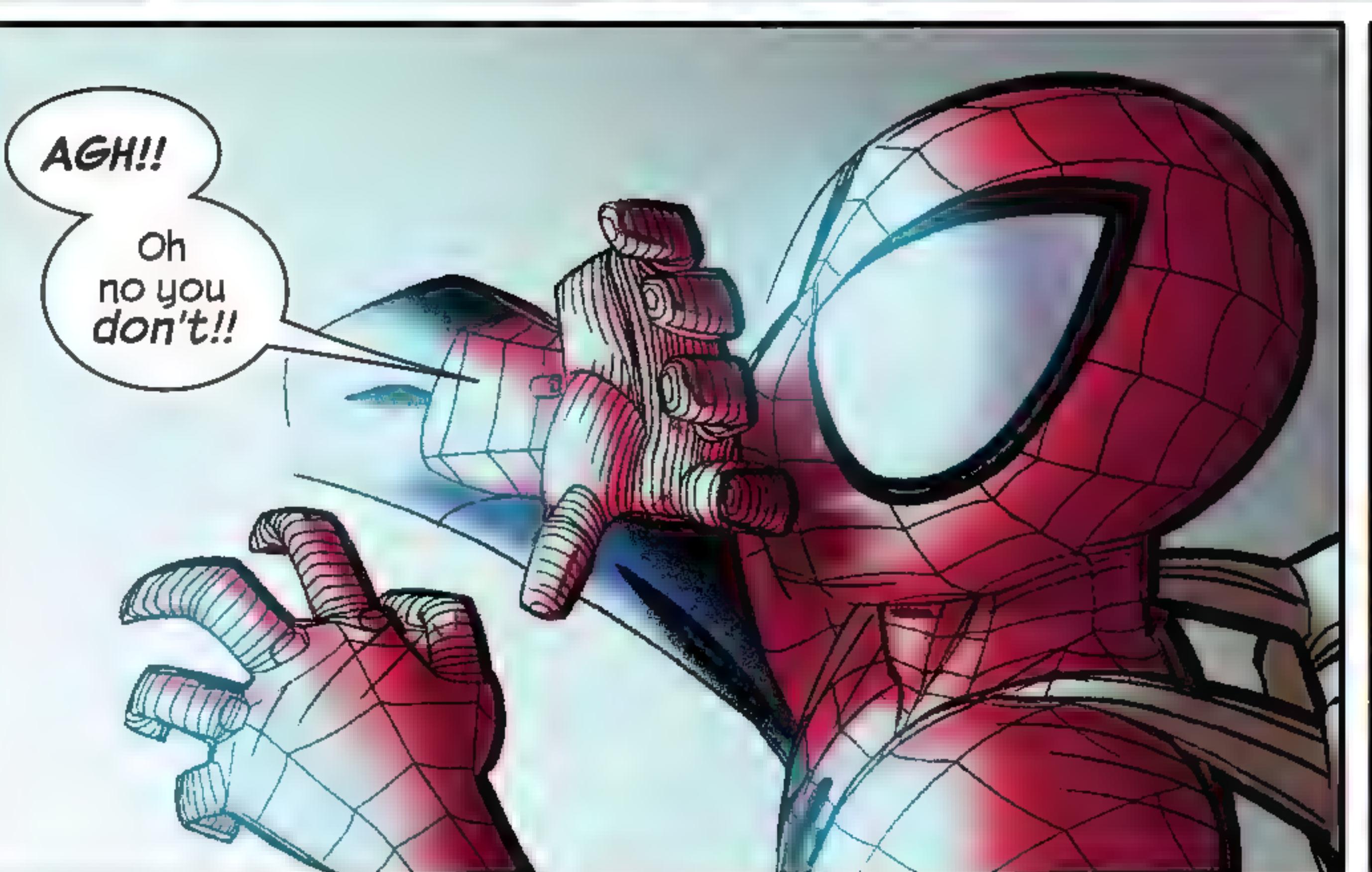
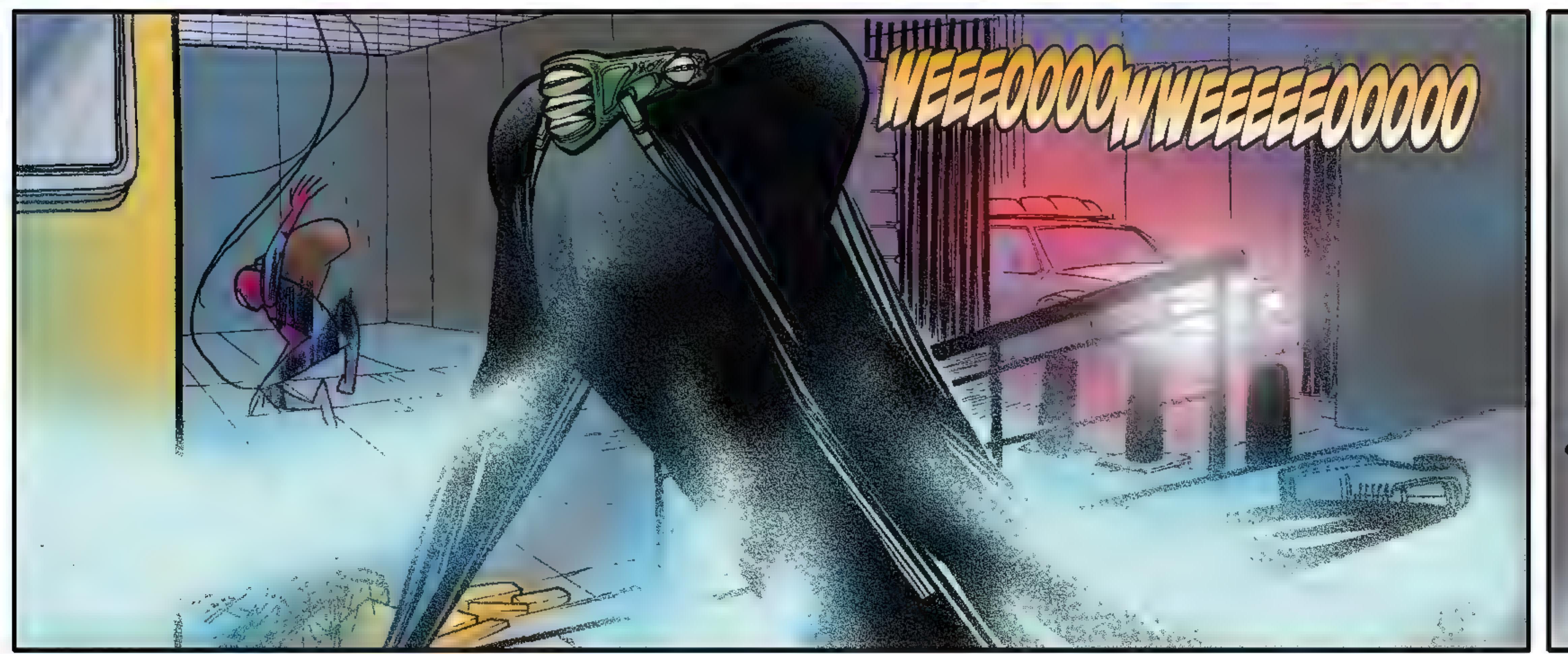
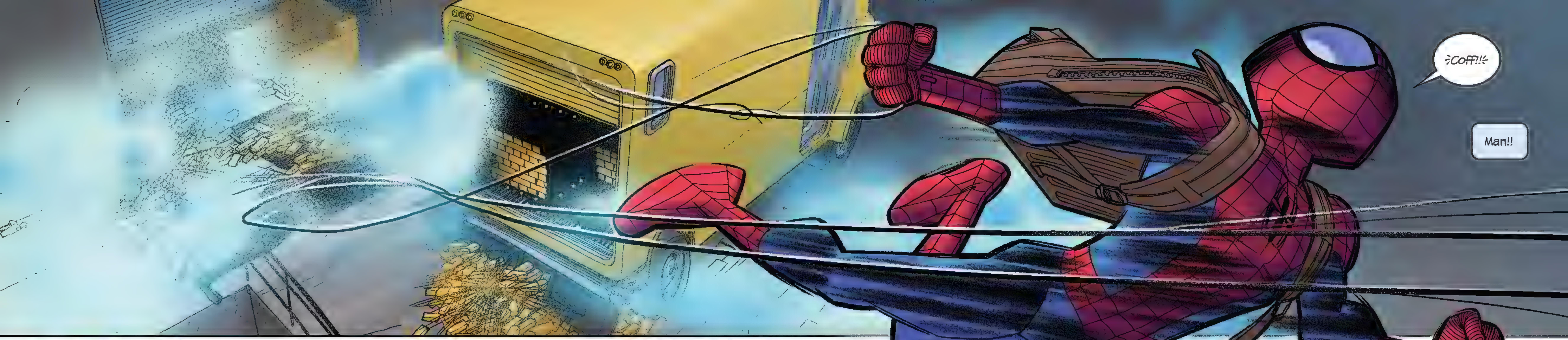


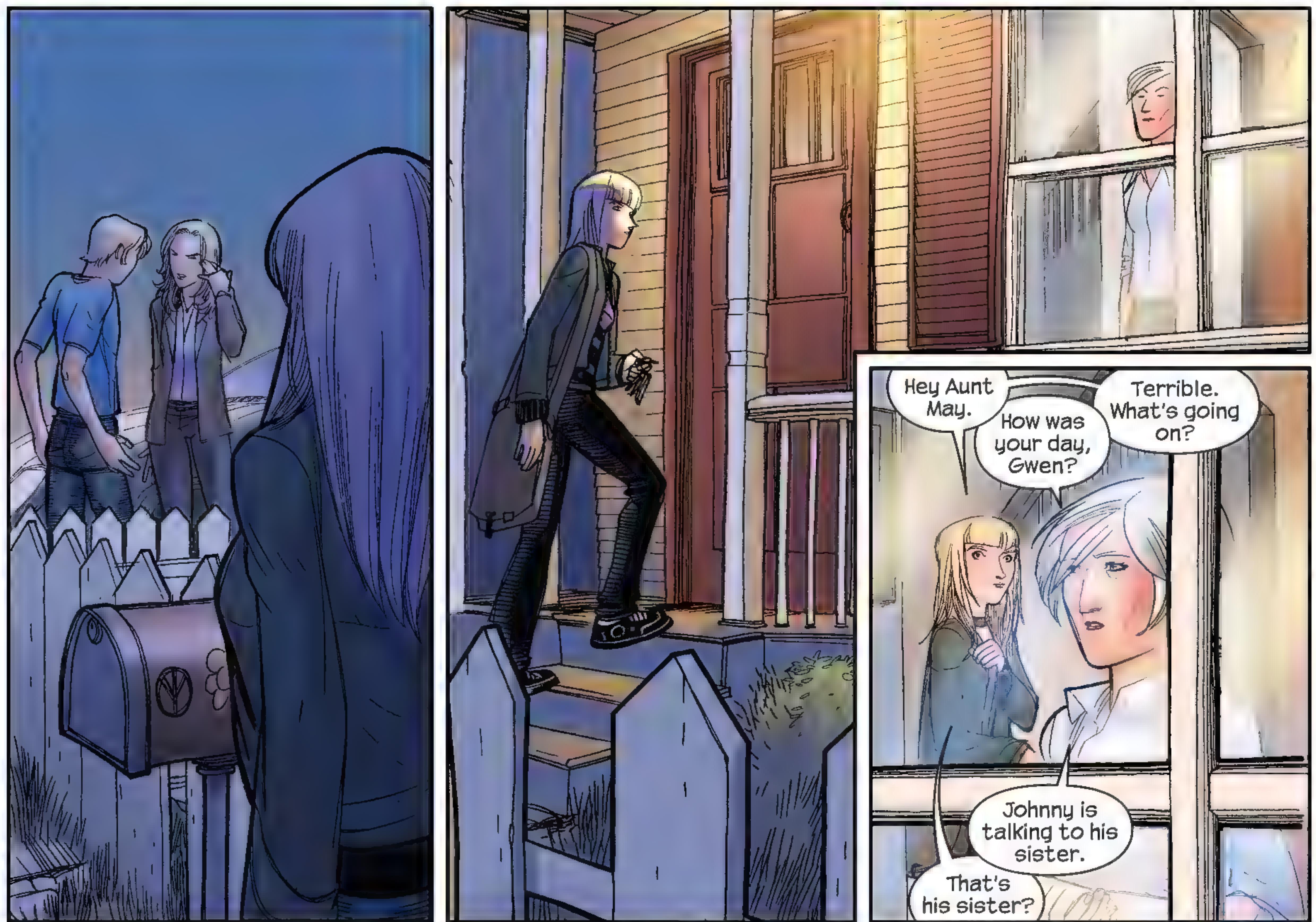
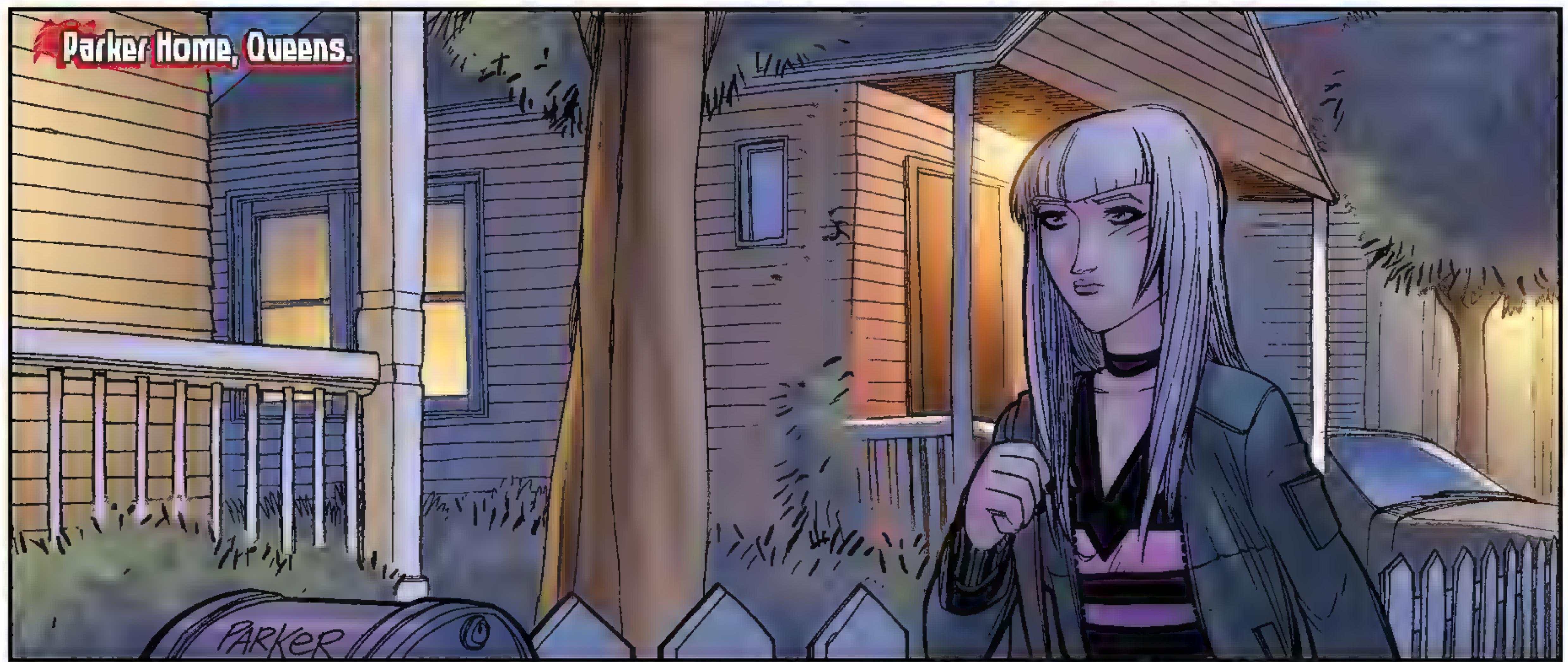












## TODAY'S HEADLINES

### SPIDER-MAN STOPS MASSIVE GOLD HEIST: MYSTERIO TO BLAME



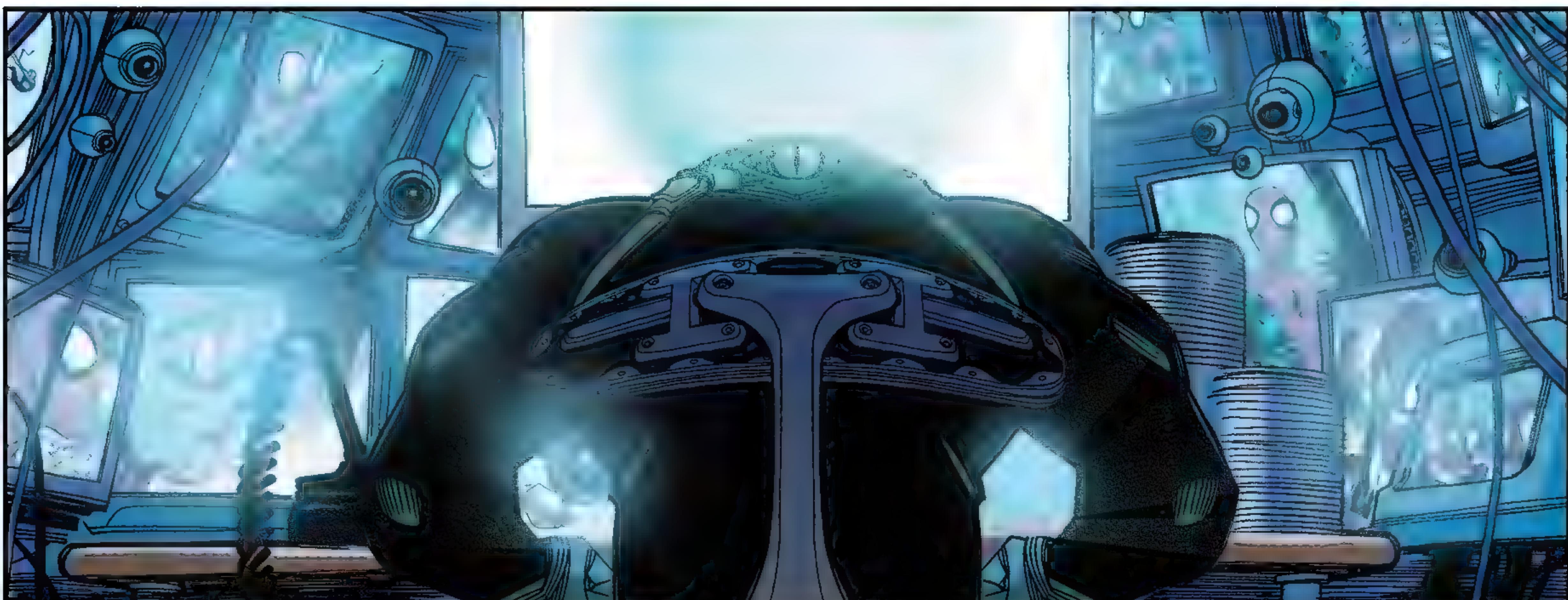
NEW YORK(AP)-- It was bedlam in Midtown as the criminal who calls himself Mysterio used an illegal chemical agent to panic and confuse the rush hour traffic so he could attempt a daylight robbery of the Federal Reserve building.

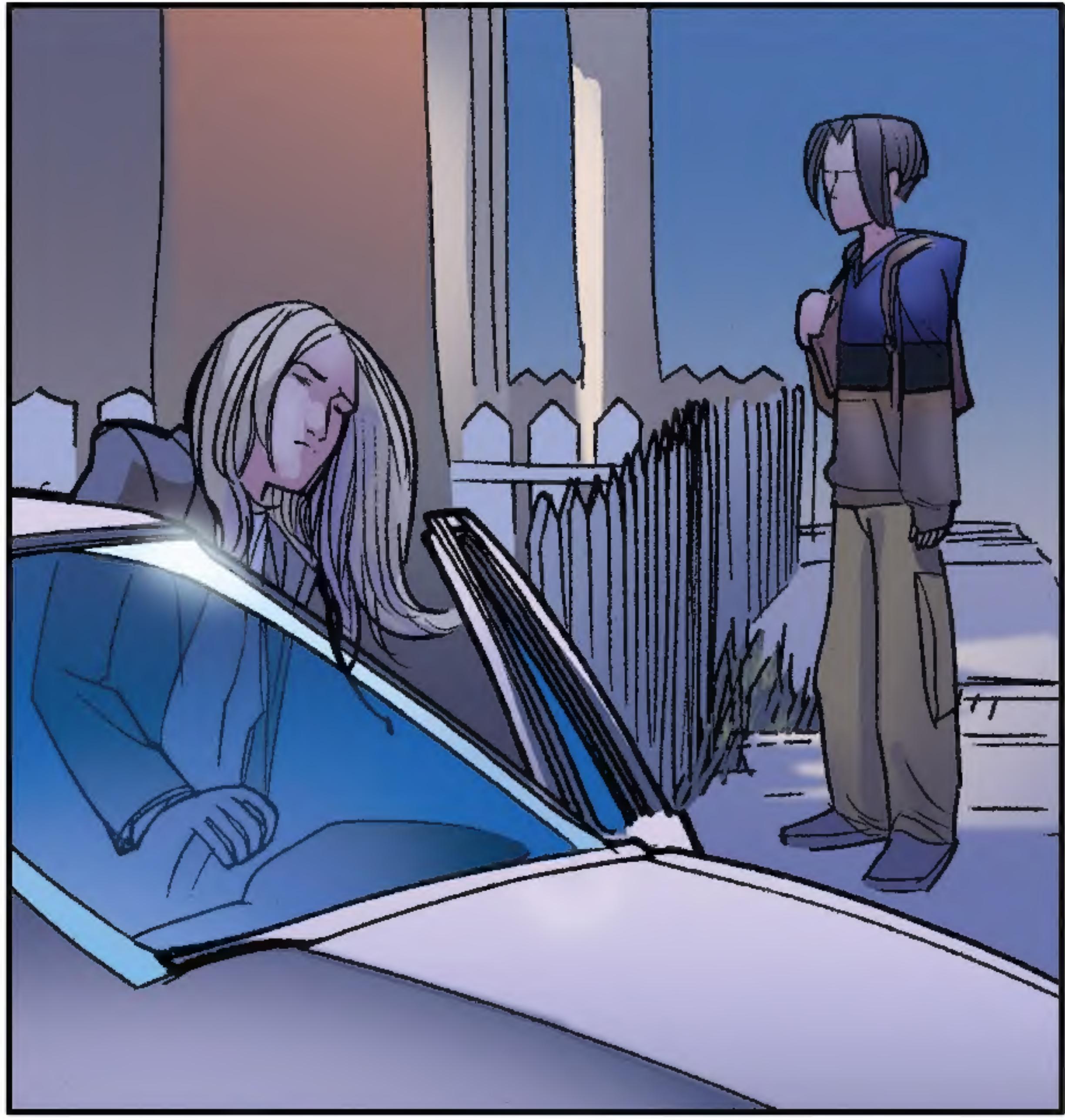
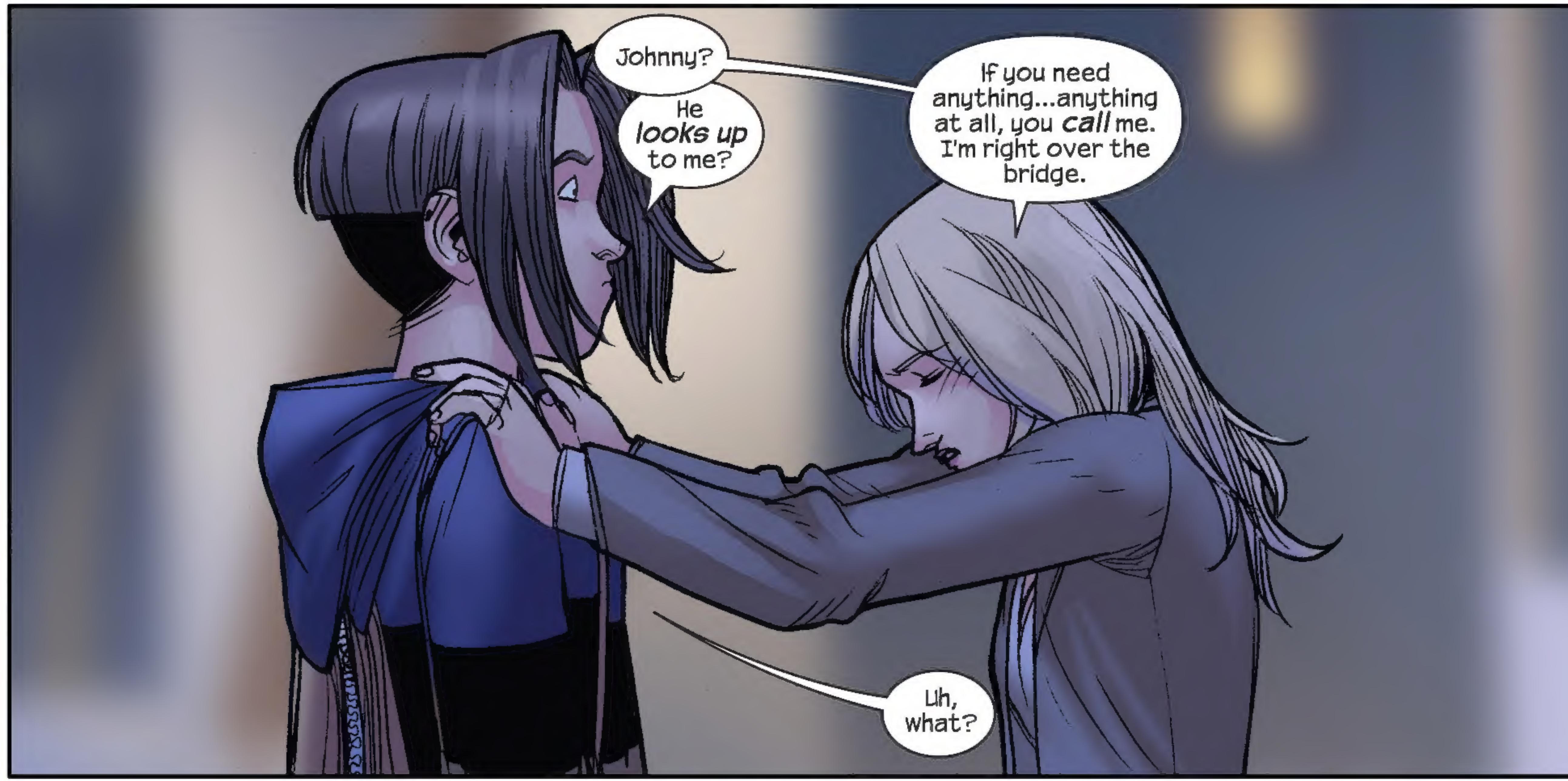
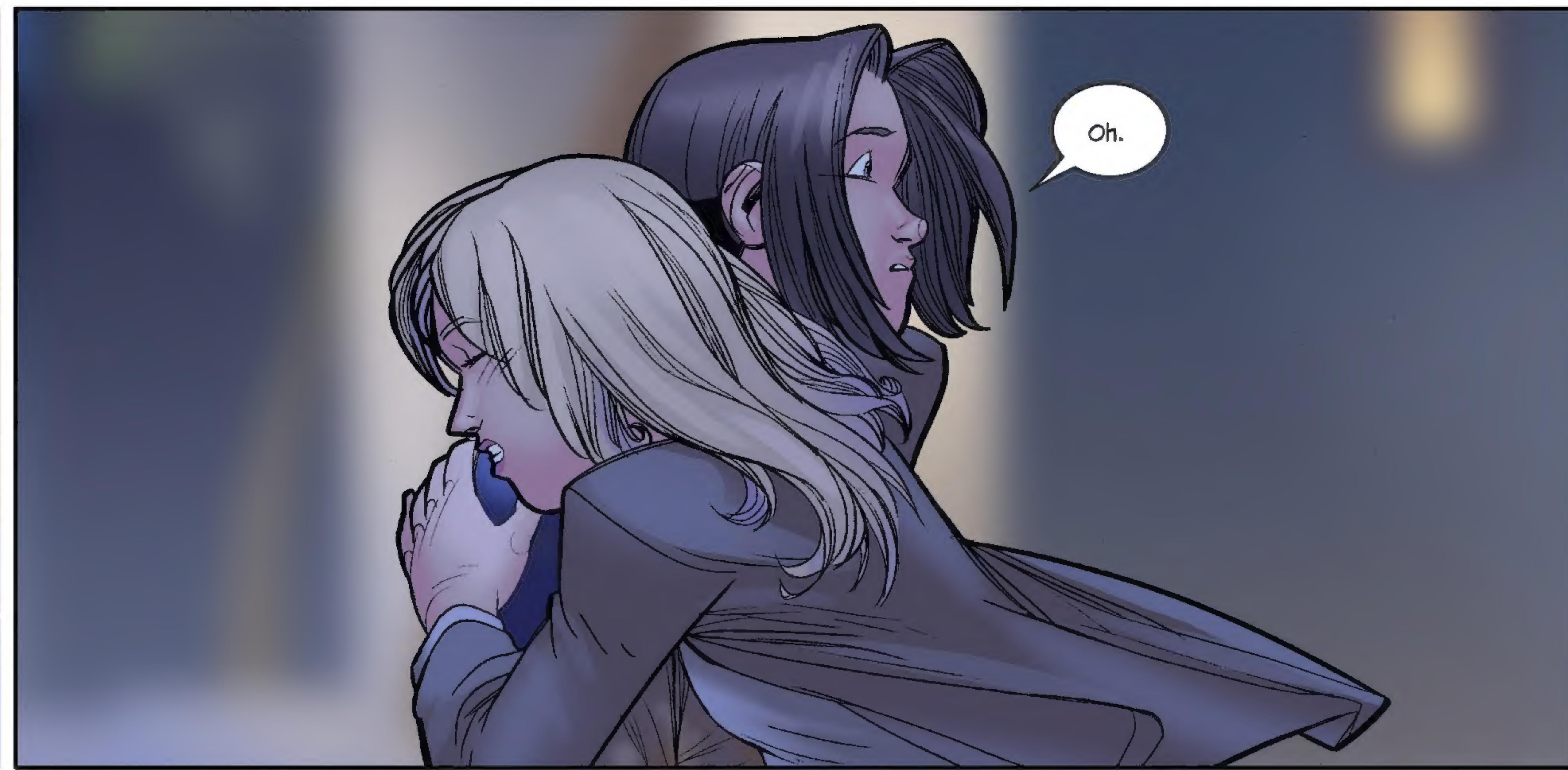
"This is easily one of the most daring attempted robberies in New York history," said Frank Thorn, local police captain. "If not for Spider-Man, I don't know if we would have been physically able to stop him."

Mysterio ran from the scene, but the gold was kept from him by Spider-Man's timely intervention. The Reserve refuses to comment on pending investigations, but made it clear that the bank is safe and will be taking extra precautions to counteract any similar attacks in the future.

This was the second daylight robbery Spider-Man intercepted in one day. Earlier in the afternoon, Spider-Man caught a mother-daughter mutant pair in the middle of a jewelry heist in Queens.

Spider-Man was not available for comment. The mayor publicly thanked Spider-Man on behalf of the city for his continued selfless acts of heroism.





Guess  
who lives here  
now!?

Come on,  
guess...

One hint:  
He's awesome  
and he lights  
on fire.

Okay,  
that was  
two...

Fine,  
I'll tell you...  
it's me!



To Be Continued...

# NEXT ISSUE



**SHROUD OF DOOM?  
ON SALE NOW**

**ULTIMATE  
COMICS  
ON SALE**



**ULTIMATE COMICS  
AVENGERS #2**



**ULTIMATE COMICS  
AVENGERS #3**



**ULTIMATE COMICS  
ARMOR WARS #2**

